



QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2013
OF THE CONDITION AND AFFAIRS OF THE

Health Alliance Plan of Michigan

NAIC Group Code	1311	1311	NAIC Company Code	95844	Employer's ID Number	38-2242827
	(Current Period)	(Prior Period)				
Organized under the Laws of	Michigan			State of Domicile or Port of Entry	Michigan	
Country of Domicile	United States					
Licensed as business type:	Life, Accident & Health []		Property/Casualty []		Hospital, Medical & Dental Service or Indemnity []	
	Dental Service Corporation []		Vision Service Corporation []		Health Maintenance Organization [X]	
	Other []				Is HMO, Federally Qualified? Yes [X] No []	
Incorporated/Organized	06/27/1978		Commenced Business		02/08/1979	
Statutory Home Office	2850 West Grand Boulevard			Detroit, MI, US 48202		
	(Street and Number)			(City or Town, State, Country and Zip Code)		
Main Administrative Office	2850 West Grand Boulevard		Detroit, MI, US 48202		313-872-8100	
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)	
Mail Address	2850 West Grand Boulevard		Detroit, MI, US 48202			
	(Street and Number or P.O. Box)		(City or Town, State, Country and Zip Code)			
Primary Location of Books and Records	2850 West Grand Boulevard		Detroit, MI, US 48202		248-443-1093	
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)	
Internet Web Site Address	www.hap.org					
Statutory Statement Contact	Dianna L Ronan CPA			248-443-1093		
	(Name)			(Area Code) (Telephone Number) (Extension)		
	dronan@hap.org			248-443-8610		
	(E-mail Address)			(FAX Number)		

OFFICERS

Name	Title	Name	Title
James M Connelly #	Interim President and CEO	Ronald W Berry	Treasurer
Edith L Eisenmann #	Secretary	Irita B Matthews	Assistant Secretary

OTHER OFFICERS

DIRECTORS OR TRUSTEES

Marvin Beatty	Shari Burgess	Sandra A Cavette MPH RDH	James M Connelly #
Colleen M Ezzeddine Ph D #	Lauren B Foster CPA	Joyce V Hayes-Giles	Harvey Hollins III #
Jamie C Hsu Ph D	Paul Hughes-Cromwick #	Kirk J Lewis	Jackie Martin
Judith S Milosic #	Susanne M Mitchell #	Marguerite S Rigby	Kim E Schatzel Ph D #
Nancy Schlichting	Michelle B Schreiber #	James G Vella #	Susie M Wells

State of Michigan

County of Wayne

ss

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

James M Connelly
Interim President and CEO

Ronald W Berry
Treasurer

Edith L Eisenmann
Secretary

a. Is this an original filing? Yes [X] No []

- b. If no:
1. State the amendment number
 2. Date filed
 3. Number of pages attached

Subscribed and sworn to before me this
day of ,

Roderick Irwin Curry, Notary
August 14 2020

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	70,175,345		70,175,345	66,345,662
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks	168,873,641	42,613,332	126,260,310	159,430,934
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)	6,838,575	6,150,013	688,562	709,738
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$ (16,100,050)), cash equivalents (\$ 0) and short-term investments (\$ 233,897,750)	217,797,700		217,797,700	209,027,660
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives	118,135		118,135	108,390
8. Other invested assets	19,036,316		19,036,316	632,400
9. Receivables for securities	2,159,340		2,159,340	2,239,949
10. Securities lending reinvested collateral assets			0	0
11. Aggregate write-ins for invested assets	1,677,558	0	1,677,558	1,473,914
12. Subtotals, cash and invested assets (Lines 1 to 11)	486,676,611	48,763,344	437,913,267	439,968,647
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	436,570		436,570	793,322
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	56,201,648		56,201,648	38,353,542
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers			0	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans	70,000		70,000	60,000
18.1 Current federal and foreign income tax recoverable and interest thereon			0	0
18.2 Net deferred tax asset			0	0
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software	76,575,510	71,411,220	5,164,290	3,694,170
21. Furniture and equipment, including health care delivery assets (\$)	2,502,821	2,502,821	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	3,920,518		3,920,518	6,430,814
24. Health care (\$ 6,500,419) and other amounts receivable	6,500,419		6,500,419	9,543,088
25. Aggregate write-ins for other than invested assets	4,177,208	4,048,587	128,621	1,155,143
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	637,061,305	126,725,971	510,335,333	499,998,727
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	637,061,305	126,725,971	510,335,333	499,998,727
DETAILS OF WRITE-INS				
1101. Deferred Compensation	1,344,539		1,344,539	1,172,363
1102. Rabbi Trust	333,019		333,019	301,551
1103.			0	0
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	1,677,558	0	1,677,558	1,473,914
2501. Prepaid Expense	4,048,587	4,048,587	0	0
2502. Other Receivables	70,778		70,778	1,097,300
2503. Other Assets	57,843		57,843	57,843
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	4,177,208	4,048,587	128,621	1,155,143

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$ reinsurance ceded).....	161,259,929	3,580,764	164,840,693	138,480,581
2. Accrued medical incentive pool and bonus amounts	1,500,000		1,500,000	4,256,207
3. Unpaid claims adjustment expenses	1,547,135		1,547,135	1,211,592
4. Aggregate health policy reserves including the liability of \$ for medical loss ratio rebate per the Public Health Service Act.....	600,000		600,000	410,000
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves			0	0
8. Premiums received in advance	23,379,471		23,379,471	16,904,541
9. General expenses due or accrued	35,574,446		35,574,446	30,512,466
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))			0	0
10.2 Net deferred tax liability.....			0	0
11. Ceded reinsurance premiums payable			0	0
12. Amounts withheld or retained for the account of others			0	0
13. Remittances and items not allocated			0	0
14. Borrowed money (including \$5,000,000 current) and interest thereon \$ (including \$ current)	40,416,670		40,416,670	44,166,669
15. Amounts due to parent, subsidiaries and affiliates	1,384,334		1,384,334	2,790,782
16. Derivatives.....	63,829		63,829	133,397
17. Payable for securities	3,375,154		3,375,154	1,405,046
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including \$ current)	37,302,763	0	37,302,763	28,272,925
24. Total liabilities (Lines 1 to 23).....	306,403,730	3,580,764	309,984,494	268,544,205
25. Aggregate write-ins for special surplus funds	XXX	XXX	0	0
26. Common capital stock	XXX	XXX		0
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX		0
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other than special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	200,350,839	231,454,521
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	200,350,839	231,454,521
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	510,335,333	499,998,727
DETAILS OF WRITE-INS				
2301. Pension Liability - Long Term.....	32,950,301		32,950,301	24,856,660
2302. Retiree Health Benefits.....	1,635,470		1,635,470	1,248,239
2303. Deferred Compensation.....	1,344,584		1,344,584	1,174,162
2398. Summary of remaining write-ins for Line 23 from overflow page	1,372,408	0	1,372,408	993,865
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	37,302,763	0	37,302,763	28,272,925
2501.	XXX	XXX		0
2502.	XXX	XXX		0
2503.	XXX	XXX		0
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	0	0
3001.	XXX	XXX		0
3002.	XXX	XXX		0
3003.	XXX	XXX		0
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months.....	XXX	3,012,408	3,100,219	4,128,664
2. Net premium income (including \$ non-health premium income).....	XXX	1,408,136,914	1,422,446,451	1,895,148,498
3. Change in unearned premium reserves and reserve for rate credits	XXX		0	0
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	0	0	0
7. Aggregate write-ins for other non-health revenues	XXX	2,698	(2,049)	(61,006)
8. Total revenues (Lines 2 to 7)	XXX	1,408,139,612	1,422,444,402	1,895,087,492
Hospital and Medical:				
9. Hospital/medical benefits		912,399,742	938,168,583	1,225,442,758
10. Other professional services			0	0
11. Outside referrals		48,944,869	47,753,532	63,404,147
12. Emergency room and out-of-area		121,271,245	122,611,439	162,316,404
13. Prescription drugs		174,891,481	178,887,888	252,133,649
14. Aggregate write-ins for other hospital and medical.....	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts.....		(1,491,600)	3,142,407	4,198,613
16. Subtotal (Lines 9 to 15)	0	1,256,015,737	1,290,563,849	1,707,495,571
Less:				
17. Net reinsurance recoveries			0	0
18. Total hospital and medical (Lines 16 minus 17)	0	1,256,015,737	1,290,563,849	1,707,495,571
19. Non-health claims (net).....			0	0
20. Claims adjustment expenses, including \$ 9,013,532 cost containment expenses.....		17,197,868	18,474,754	26,232,035
21. General administrative expenses.....		118,854,280	108,807,939	148,233,840
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....			0	0
23. Total underwriting deductions (Lines 18 through 22)	0	1,392,067,885	1,417,846,542	1,881,961,446
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	16,071,727	4,597,860	13,126,046
25. Net investment income earned		1,689,924	4,015,731	4,609,731
26. Net realized capital gains (losses) less capital gains tax of \$		1,002,654	2,728,284	3,970,137
27. Net investment gains (losses) (Lines 25 plus 26)	0	2,692,578	6,744,015	8,579,867
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			0	0
29. Aggregate write-ins for other income or expenses	0	78,985	104,306	127,088
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	18,843,290	11,446,181	21,833,001
31. Federal and foreign income taxes incurred	XXX		0	0
32. Net income (loss) (Lines 30 minus 31)	XXX	18,843,290	11,446,181	21,833,001
DETAILS OF WRITE-INS				
0601.	XXX		0	0
0602.	XXX		0	0
0603.	XXX		0	0
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX	0	0	0
0701. Gain/(Loss) on Sale of Assets.....	XXX	2,698	(2,049)	(61,006)
0702.	XXX		0	0
0703.	XXX		0	0
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX	2,698	(2,049)	(61,006)
1401.			0	0
1402.			0	0
1403.			0	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	0	0	0
2901. Delta Dental Commission Revenues.....		78,985	104,306	127,088
2902.			0	0
2903.			0	0
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	78,985	104,306	127,088

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	231,454,521	238,560,616	238,560,616
34. Net income or (loss) from Line 32	18,843,290	11,446,181	21,833,001
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$	2,131,038	6,943,025	2,314,545
37. Change in net unrealized foreign exchange capital gain or (loss)		0	69,924
38. Change in net deferred income tax		0	0
39. Change in nonadmitted assets	(24,996,318)	(22,827,152)	(28,347,595)
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		0	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders	(21,800,000)	0	0
47. Aggregate write-ins for gains or (losses) in surplus	(5,281,693)	0	(2,975,970)
48. Net change in capital and surplus (Lines 34 to 47)	(31,103,682)	(4,437,946)	(7,106,095)
49. Capital and surplus end of reporting period (Line 33 plus 48)	200,350,839	234,122,670	231,454,521
DETAILS OF WRITE-INS			
4701. Additional Pension Liability.....		0	(2,975,970)
4702. Impact of Transition to Pension Statutory Accounting Principle.....	(5,281,693)	0	
4703.		0	0
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	(5,281,693)	0	(2,975,970)

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance.....	1,396,763,737	1,419,063,833	1,905,537,256
2. Net investment income	3,406,579	5,155,833	6,617,469
3. Miscellaneous income	1,105,507	83,805	0
4. Total (Lines 1 to 3)	1,401,275,823	1,424,303,471	1,912,154,725
5. Benefit and loss related payments	1,229,369,162	1,261,889,327	1,699,656,527
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	119,128,573	126,641,694	166,402,642
8. Dividends paid to policyholders		0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	0	0	0
10. Total (Lines 5 through 9)	1,348,497,735	1,388,531,021	1,866,059,169
11. Net cash from operations (Line 4 minus Line 10)	52,778,088	35,772,450	46,095,556
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	51,495,135	219,995,164	254,583,267
12.2 Stocks	21,831,293	15,043,464	29,161,757
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	0	0
12.7 Miscellaneous proceeds	2,050,717	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	75,377,145	235,038,628	283,745,024
13. Cost of investments acquired (long-term only):			
13.1 Bonds	56,193,736	151,512,925	167,379,999
13.2 Stocks	1,750,465	2,798,850	22,554,060
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	30,798	0	74,126
13.6 Miscellaneous applications	0	1,904,675	3,001,143
13.7 Total investments acquired (Lines 13.1 to 13.6)	57,974,998	156,216,450	193,009,328
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	17,402,147	78,822,178	90,735,696
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds	(3,749,999)	(4,583,333)	(5,833,333)
16.4 Net deposits on deposit-type contracts and other insurance liabilities		0	0
16.5 Dividends to stockholders	21,800,000	0	0
16.6 Other cash provided (applied).....	(35,860,196)	(27,995,391)	(39,980,630)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	(61,410,195)	(32,578,724)	(45,813,963)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	8,770,041	82,015,904	91,017,289
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	209,027,660	118,010,371	118,010,371
19.2 End of period (Line 18 plus Line 19.1)	217,797,700	200,026,275	209,027,660

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefit Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	342,264	1,648	280,362	.0	.0	.0	19,493	40,761	.0	.0
2. First Quarter	336,775	1,503	273,615	.0	.0	.0	19,541	42,116	.0	.0
3. Second Quarter	332,726	1,424	269,472	.0	.0	.0	19,381	42,449	.0	.0
4. Third Quarter	331,139	1,401	267,558				19,479	42,701		
5. Current Year	0									
6. Current Year Member Months	3,012,408	13,249	2,442,762				175,208	381,189		
Total Member Ambulatory Encounters for Period:										
7. Physician	1,037,736	4,752	753,254				52,472	227,258		
8. Non-Physician	63,014	283	37,191				2,888	22,652		
9. Total	1,100,750	5,035	790,445	0	0	0	55,360	249,910	0	0
10. Hospital Patient Days Incurred	158,908	674	55,859				4,731	97,644		
11. Number of Inpatient Admissions	32,877	103	13,259				1,003	18,512		
12. Health Premiums Written (a).....	1,408,505,328	8,763,592	950,110,040				88,928,929	360,702,767		
13. Life Premiums Direct.....	.0									
14. Property/Casualty Premiums Written .....	.0									
15. Health Premiums Earned	1,408,505,328	8,763,592	950,110,040				88,928,929	360,702,767		
16. Property/Casualty Premiums Earned .....	.0									
17. Amount Paid for Provision of Health Care Services	1,229,369,162	7,518,650	809,042,420				84,589,173	328,218,919		
18. Amount Incurred for Provision of Health Care Services	1,256,015,737	7,757,382	834,731,168				84,459,177	329,068,010		

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$ 360,702,767

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

[illegible]

UNDERWRITING AND INVESTMENT EXHIBIT
ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	67,930,703	747,365,760	14,253,461	124,253,967	82,184,164	112,852,600
2. Medicare Supplement					0	0
3. Dental only					0	0
4. Vision only					0	0
5. Federal Employees Health Benefits Plan	6,170,267	78,418,906	574,321	5,310,760	6,744,588	6,028,888
6. Title XVIII - Medicare	14,309,452	313,909,467	1,756,742	18,691,442	16,066,194	19,599,093
7. Title XIX - Medicaid					0	0
8. Other health					0	0
9. Health subtotal (Lines 1 to 8).....	88,410,422	1,139,694,133	16,584,524	148,256,169	104,994,946	138,480,581
10. Health care receivables (a)		(3,042,670)			0	0
11. Other non-health					0	0
12. Medical incentive pools and bonus amounts	1,264,607			1,500,000	1,264,607	4,256,207
13. Totals (Lines 9-10+11+12)	89,675,029	1,142,736,802	16,584,524	149,756,169	106,259,553	142,736,788

(a) Excludes \$ loans or advances to providers not yet expensed.

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

NOTES TO FINANCIAL STATEMENTS

1. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Accounting Practices - The accompanying financial statements of Health Alliance Plan of Michigan (the Corporation) have been prepared in accordance with the *NAIC Accounting Practices and Procedures Manual (NAPPM)* and the NAIC Annual Statement Instructions (NASI) to the extent that these accounting practices, procedures and reporting standards are not modified by accounting practices prescribed or permitted by the Michigan Department of Insurance and Financial Services (DIFS).

DIFS recognizes only statutory accounting practices prescribed or permitted by the State of Michigan for determining the financial condition and results of operation of an insurance company. The *NAPPM* has been adopted as a component of prescribed or permitted practices by DIFS.

A reconciliation of the Corporation’s net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Michigan are shown below:

	<u>State of Domicile</u>	<u>2013</u>	<u>2012</u>
<u>NET INCOME</u>			
(1) HAP state basis (Page 4, Line 32, Columns 2 & 3)	Michigan	\$18,843,000	\$21,833,000
(2) State Prescribed Practices that increase/(decrease) NAIC SAP: NONE	Michigan		
(3) State Permitted Practices that increase/(decrease) NAIC SAP: NONE	Michigan		
(4) NAIC SAP (1-2-3=4)	Michigan	<u>\$18,843,000</u>	<u>\$21,833,000</u>
<u>SURPLUS</u>			
(5) HAP state basis (Page 3, Line 33, Columns 3 & 4)	Michigan	\$200,351,000	\$231,455,000
(6) State Prescribed Practices that increase/(decrease) NAIC SAP: NONE	Michigan		
(7) State Permitted Practices that increase/(decrease) NAIC SAP: NONE	Michigan		
(8) NAIC SAP (5-6-7=8)	Michigan	<u>\$200,351,000</u>	<u>\$231,455,000</u>

2. ACCOUNTING CHANGES AND CORRECTIONS OF ERRORS

Effective January 1, 2013, SSAP No. 92, Accounting for Postretirement Benefits Other than Pensions, A Replacement of SSAP No. 14 and SSAP No. 102, Accounting for Pensions, A Replacement of SSAP No. 89, replace SSAP No. 14, Postretirement Benefits Other than Pensions and SSAP No. 89, Accounting for Pensions, A Replacement of SSAP No. 8. The Corporation did not elect early adoption and instead adopted SSAP Nos. 92 and 102 effective January 1, 2013, utilizing the transition option of not more than 10 years. The impact on the Corporation’s surplus is a decrease to capital and surplus of approximately \$5,282,000.

3. BUSINESS COMBINATIONS AND GOODWILL

No significant change.

4. DISCONTINUED OPERATIONS

Not applicable.

5. INVESTMENTS

- A. Mortgage Loans, including Mezzanine Real Estate Loans - Not applicable.
- B. Debt Restructuring - Not applicable.
- C. Reverse Mortgages - Not applicable.
- D. Loan-Backed Securities
 - (1) Prepayment assumptions for loan-backed and asset backed securities are obtained from broker dealer survey values.
 - (2) - (3) Securities with a recognized other-than-temporary-impairment (OTTI): HAP has not recognized any OTTI.

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan
NOTES TO FINANCIAL STATEMENTS

(4) Securities for which an other-than-temporary impairment has not been recognized in earnings as a realized loss:

- a. The aggregate amount of unrealized losses:
 - 1. Less than 12 months \$89,000.
 - 2. 12 months or longer \$ -0-.
- b. The aggregate related fair value of securities with unrealized losses:
 - 1. Less than 12 months \$6,837,000.
 - 2. 12 months or longer \$ -0-.

(5) In considering whether an investment is other-than-temporarily impaired, management considers its ability and intent to hold the investment, the severity of the decline in fair value and the duration of the impairment, among other factors. Management has determined that it has the ability and intent to hold indefinitely its investment in loan-backed securities and that the severity and duration of any impairments are insufficient to indicate an other-than-temporary impairment.

E. Repurchase Agreements and/or Securities Lending Transactions.

The Corporation has entered into repurchase agreements during the course of the year, but does not own any as of September 30, 2013.

For repurchase agreements, the Corporation's policies require collateral by cash or other eligible securities equal to at least 102% of the market value of the repurchase agreement. Eligible collateral includes: cash, U.S. Treasury securities, U.S. Government agency securities and high grade commercial paper.

The Corporation does not enter into securities lending transactions.

F. Real Estate - No significant change.

G. Investments in Low-Income Housing Tax Credits - Not applicable.

6. JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

- A. Health Alliance Plan has no investments in Joint Ventures, Partnerships and Limited Liability Companies that exceed 10% of its admitted assets.
- B. Impaired investments in Joint Ventures, Partnerships and Limited Liability Companies - Not applicable.

7. INVESTMENT INCOME

Not applicable.

8. DERIVATIVE INSTRUMENTS

- A. Discussion of the market risk, credit risk and cash requirements of derivatives - No significant change.
- B. Description of the Corporation's objectives for using derivatives - No significant change.
- C. Description of the Corporation's accounting policies for derivatives - No significant change.
- D. Net gain or loss recognized in unrealized gains or losses excluded from the assessment of hedge effectiveness – Not applicable.
- E. The net gain or loss recognized in unrealized gains or losses resulting from futures and swaption contracts that no longer qualify for hedge accounting - Not applicable.
- F. Derivatives accounted for as cash flow hedges of a forecasted transaction - Not applicable.

9. INCOME TAXES

Not applicable.

10. INFORMATION CONCERNING PARENT, SUBSIDIARIES AND AFFILIATES

No significant change.

11. DEBT

No significant change.

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

NOTES TO FINANCIAL STATEMENTS

12. RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

A. Defined Benefit Plan

	Pension	Benefits	Other	Benefits
	2013	2012	2013	2012
(6) Components of net periodic benefit cost				
a. Service cost	\$4,410	\$4,047	\$57	\$88
b. Interest cost	3,303	3,176	58	50
c. Expected return on plan assets	(4,352)	(3,908)		
d. Amortization of unrecognized transition obligation or transition asset	603	603	(14)	(14)
e. Amount of recognized gains and losses	2,460	2,351	35	30
f. Amount of prior service cost recognized	(1,004)	(1,292)	43	(13)
g. Amount of gain or loss recognized due to a settlement or curtailment		(2)		
h. Total net periodic benefit cost	\$5,421	\$4,976	\$180	\$142

Postemployment Benefits and Compensated Absences – Not Applicable.

13. CAPITAL AND SURPLUS, SHAREHOLDERS' DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

- 1. Capital Stock - Not applicable
- 2. Preferred Stock - Not applicable.
- 3. Dividend Restrictions - No significant change.
- 4. Dividends Paid – The Corporation paid a dividend of \$21,800,000 to its parent company Henry Ford Health System.
- 5. Portion of Company's profits that may be paid as ordinary dividends - No significant change.
- 6. Restrictions on unassigned funds (surplus) - Not applicable.
- 7. Advances to surplus not repaid - Not applicable.
- 8. Total amount of stock held by the Company for special purposes - Not applicable.
- 9. Changes in balances of any special surplus funds from the prior year - Not applicable.
- 10. The portion of unassigned funds (surplus) represented or reduced by cumulative unrealized gains and losses - No significant change.
- 11. Surplus Notes - Not applicable.
- 12. The impact of any restatement due to a quasi-reorganization - Not applicable.
- 13. The effective date of any quasi-reorganization - Not applicable.

14. CONTINGENCIES

- A. Contingent Commitments - Not applicable.
- B. Assessments - Not applicable.
- C. Gain Contingencies - Not applicable.
- D. Claims Related Extra Contractual Obligation and Bad Faith Losses Stemming from Lawsuits - Not applicable.

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan
NOTES TO FINANCIAL STATEMENTS

E. All Other Contingencies

Risk Adjustment Data Validation Audits (“RADV audits”). CMS adjusts capitation payments to Medicare Advantage and Medicare Part D plans according to the predicted health status of each beneficiary, as supported by data provided by health care providers. The Company collects claim and encounter data from providers, who the Company generally relies on to appropriately code their claim submissions and document their medical records. CMS then determines the risk score and payment amount for each enrolled member based on the health care data submitted by the Company and member demographic information.

CMS performs RADV audits of selected Medicare Advantage health plans each year to validate the coding practices of and supporting documentation maintained by health care providers. These audits involve a review of medical records maintained by providers and may result in retrospective adjustments to payments made to health plans. To date, the Company has not been selected for audit by CMS. Payment years open for audit include 2011 and forward.

In December 2010, CMS published for public comment a new proposed RADV audit and payment adjustment methodology. The proposed methodology contains provisions allowing retroactive contract level payment adjustments for the year audited using an extrapolation of the “error rate” identified in audit samples. CMS also indicated that it anticipated the final methodology would be issued in the near future. Depending on the methodology utilized, potential payment adjustments could have a material adverse effect on the Company’s results of operations, financial position and cash flows.

15. LEASES

No significant change.

16. INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK

No significant change.

17. SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

Not applicable.

18. GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE UNINSURED PORTION OF PARTIALLY UNINSURED PLANS

A. ASO Plans - Not applicable.

B. ASC Plans - Not applicable.

C. Medicare or Similarly Structured Cost Based Reimbursement Contract - No significant change.

19. DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATION

Not applicable.

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

NOTES TO FINANCIAL STATEMENTS

20. FAIR VALUE MEASUREMENT

A.

(1) Fair Value Measurements at Reporting Date

Description	(Level 1)	(Level 2)	(Level 3)	Total
a. Assets at Fair Value				
Bonds:				
U.S. Governments	\$149,171,000	4,801,000		\$153,972,000
Industrial and Misc.	79,517,000	685,000		80,202,000
Total Bonds	228,688,000	5,486,000		234,174,000
Equity Securities:				
Industrial and Misc.		58,185,000		58,185,000
Other Equity Securities	1,678,000			1,678,000
Total Common Stocks	1,678,000	58,185,000		59,863,000
Derivative Assets:				
Swaps		100,000		100,000
Futures		18,000		18,000
Total Derivative Assets		118,000		118,000
Total Assets at Fair Value	\$230,366,000	\$63,789,000		\$294,155,000
b. Liabilities at Fair Value				
Swaps		\$56,000		\$56,000
Options		8,000		8,000
Total Liabilities at Fair Value		\$64,000		\$64,000

(2) The Corporation's policy for recognition of transfers between levels within the fair value hierarchy is to recognize the transfer on the actual date of the event or change in circumstances that caused the transfer. The Corporation had no transfers between levels.

(3) The Corporation has no fair value measurements categorized within Level 3 of the fair value hierarchy.

(4) The fair value measurements categorized within Level 2 of the fair value hierarchy reported by the Corporation are obtained primarily from independent pricing services and broker dealer quotes. Mortgage backed securities are submitted to the NAIC's Securities Valuation Office for valuation.

(5) Derivative assets and liabilities:

Description	Beginning Balance at 12/31/12	Transfers	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases	Sales	Settlements	Ending Balance at 09/30/13
a. Assets:								
Derivatives: Futures and Swaps	108,000		89,000	(91,000)	119,000		(107,000)	118,000
Total Assets	108,000		89,000	(91,000)	119,000		(107,000)	118,000
b. Liabilities:								
Derivatives: Swaps	133,000		61,000	(43,000)	(77,000)	10,000		64,000
Total Liabilities	133,000		61,000	(43,000)	(77,000)	10,000		64,000

The fair value measurements reported by the Corporation are obtained primarily from independent pricing services and broker dealer quotes.

The Corporation's policy for recognition of transfers between levels within the fair value hierarchy is to recognize the transfer on the actual date of the event or change in circumstances that caused the transfer.

There were no transfers between levels for derivative assets and liabilities in 2013.

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

NOTES TO FINANCIAL STATEMENTS

B. Fair value information and information about other similar measurements disclosed under other accounting pronouncements combined with disclosures under SSAP No. 100, Fair Value Measurements - Not applicable.

C. Aggregate fair values of financial instruments and applicable levels within the fair value hierarchy

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets/ Liabilities	(Level 1)	(Level 2)	(Level 3)	Not Practicable Carrying Value
Bonds	304,337,000	304,073,000	228,688,000	75,649,000		
Common Stock	59,863,000	59,863,000	1,678,000	58,185,000		
Derivative Assets	118,000	118,000		118,000		
Derivative Liabilities	(64,000)	(64,000)		(64,000)		

D. Financial instruments or classes of financial instruments for which fair value measurements are not determinable - Not applicable.

21. OTHER ITEMS

- A. Extraordinary Items - Not applicable.
- B. Troubled Debt Restructuring - Not applicable.
- C. Other Disclosures - No significant change.
- D. Uncollectible Premium Balances, Bills Receivable for Premiums, Amounts Due from Agents and Brokers, Uninsured Plans or Retrospectively Rated Contracts - No significant change.
- E. Business Interruption Insurance Recoveries - Not applicable.

22. EVENTS SUBSEQUENT

Not applicable.

23. REINSURANCE

The Corporation entered into a reinsurance agreement with Westport Insurance Corporation, an affiliate of Swiss Re Group, effective January 1, 2013. Under the terms of the agreement, the covered services provided by Westport to the Corporation are hospital services and medical services to its Commercial HMO and Commercial Point-of-Service members. The agreement also provides for a specific retention level by the Corporation of \$2,500,000 plus an excess retention level ranging from 5% to 10% of loss incurred by the Corporation in excess of the specific retention level of \$2,500,000.

24. RETROSPECTIVELY RATED CONTRACTS & CONTRACTS SUBJECT TO REDETERMINATION

No significant change.

25. CHANGE IN INCURRED CLAIMS AND CLAIM ADJUSTMENT EXPENSES

Claims and claims adjustment expense reserves as of December 31, 2012 were \$143,948,000. As of September 30, 2013 \$90,697,000 has been paid for incurred claims and claims adjustment expenses attributable to insured events of prior years. Claims and claims adjustment expense reserves remaining for prior years are now \$16,774,000. Changes in actuarial estimates of reserves attributable to insured events of prior years’ reflect revisions in estimates of medical cost trends and changes in claims processing patterns.

26. INTERCOMPANY POOLING ARRANGEMENTS

Not applicable.

27. STRUCTURED SETTLEMENTS

Not applicable.

28. HEALTHCARE RECEIVABLES

- A. Pharmaceutical Rebate Receivables - No significant change.
- B. Risk Sharing Receivables - Not applicable

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan
NOTES TO FINANCIAL STATEMENTS

29. PARTICIPATING POLICIES

Not applicable.

30. PREMIUM DEFICIENCY RESERVES

Not applicable.

31. ANTICIPATED SALVAGE AND SUBROGATION

Not applicable.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES
GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes ☐ No ☒
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes ☐ No ☐
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes ☐ No ☒
- 2.2

If yes, date of change:
- 3.1

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes ☐ No ☒
- 3.2

If the response to 3.1 is yes, provide a brief description of those changes.
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes ☐ No ☒
- 4.2

If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1	2	3
Name of Entity	NAIC Company Code	State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?

Yes ☐ No ☐ NA ☒

If yes, attach an explanation.
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2012
- 6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2009
- 6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

06/29/2011
- 6.4

By what department or departments?

The Michigan Department of Insurance and Financial Services.
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes ☒ No ☐ NA ☐
- 6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes ☒ No ☐ NA ☐
- 7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes ☐ No ☒
- 7.2

If yes, give full information:
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes ☐ No ☒
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes ☐ No ☒
- 8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

1	2	3	4	5	6
Affiliate Name	Location (City, State)	FRB	OCC	FDIC	SEC

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [X] No []
- 9.11

If the response to 9.1 is No, please explain:
.....
- 9.2

Has the code of ethics for senior managers been amended?

Yes [] No [X]
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
.....
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]
- 9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).
.....

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?.....

Yes [X] No []
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:.....\$0

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [X] No []
- 11.2

If yes, give full and complete information relating thereto:
As part of their risk management strategy the Company's investment managers utilize options as a means of managing risk in the Company's investment portfolio. The Company also enters into repurchase agreements as a means of investing short term cash.....
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:\$0
13.

Amount of real estate and mortgages held in short-term investments:\$0
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [X] No []
- 14.2

If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$124,419,996	\$129,725,444
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$632,400	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$125,052,396	\$129,725,444
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$0	\$0

- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [X] No []
- 15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

Yes [X] No []
- If no, attach a description with this statement.

GENERAL INTERROGATORIES

- 16 For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

16.3 Total payable for securities lending reported on the liability page
- \$

\$

\$

17. Excluding items in Schedule E – Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III – General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*?
- Yes [X] No []

- 17.1 For all agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1 Name of Custodian(s)	2 Custodian Address
Comerica Bank NA.....	Detroit Michigan.....
The Northern Trust Company.....	Chicago Illinois.....

- 17.2 For all agreements that do not comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)
Not applicable.....		

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?
- Yes [] No [X]

- 17.4 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
Not applicable.....			

- 17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
not applicable.....	Brian Gamble.....	Detroit Michigan.....
	Pacific Investment Management	
104559.....	Company.....	New York New York.....
107105.....	Blackrock.....	New York New York.....
104863.....	Income Research & Management.....	Boston Massachusetts.....
	J.P. Morgan Investment	
801-21011.....	Management Inc.....	Jersey City New Jersey.....

- 18.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed?
- Yes [X] No []

- 18.2 If no, list exceptions:
-

GENERAL INTERROGATORIES
PART 2 - HEALTH

1.	Operating Percentages:		
	1.1 A&H loss percent.....	89.8	%
	1.2 A&H cost containment percent	0.6	%
	1.3 A&H expense percent excluding cost containment expenses.....	9.1	%
2.1	Do you act as a custodian for health savings accounts?.....	Yes []	No [X]
2.2	If yes, please provide the amount of custodial funds held as of the reporting date.....	\$	0
2.3	Do you act as an administrator for health savings accounts?.....	Yes []	No [X]
2.4	If yes, please provide the balance of the funds administered as of the reporting date.....	\$	0

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE S - CEDED REINSURANCE

Showing All New Reinsurance Treaties - Current Year to Date

[illegible]

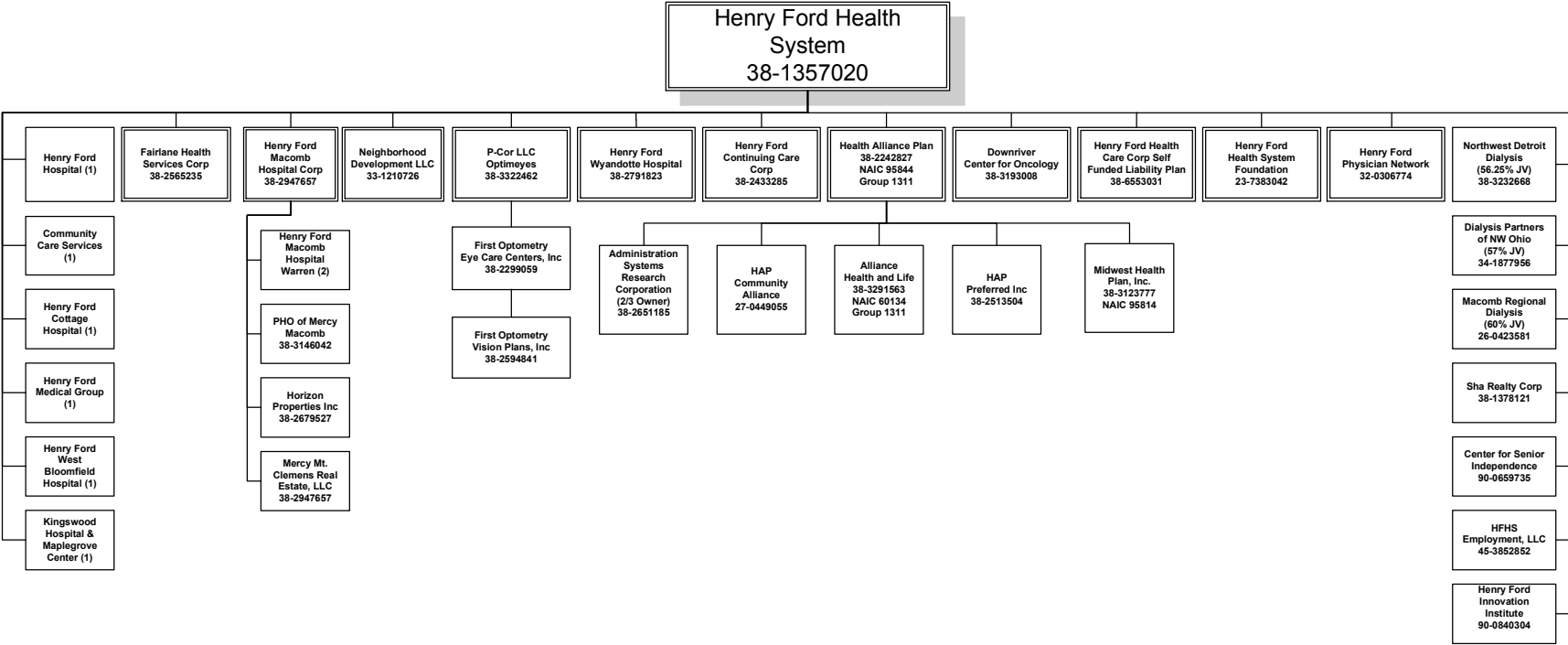
SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories										
States, Etc.	1	Direct Business Only								
		2	3	4	5	6	7	8	9	
	Active Status	Accident & Health Premiums	Medicare Title XVIII	Medicaid Title XIX	Federal Employees Health Benefits Program Premiums	Life & Annuity Premiums & Other Considerations	Property/ Casualty Premiums	Total Columns 2 Through 7	Deposit-Type Contracts	
1. Alabama	AL	N						0		
2. Alaska	AK	N						0		
3. Arizona	AZ	N						0		
4. Arkansas	AR	N						0		
5. California	CA	N						0		
6. Colorado	CO	N						0		
7. Connecticut	CT	N						0		
8. Delaware	DE	N						0		
9. Dist. Columbia	DC	N						0		
10. Florida	FL	N						0		
11. Georgia	GA	N						0		
12. Hawaii	HI	N						0		
13. Idaho	ID	N						0		
14. Illinois	IL	N						0		
15. Indiana	IN	N						0		
16. Iowa	IA	N						0		
17. Kansas	KS	N						0		
18. Kentucky	KY	N						0		
19. Louisiana	LA	N						0		
20. Maine	ME	N						0		
21. Maryland	MD	N						0		
22. Massachusetts	MA	N						0		
23. Michigan	MI	L	952,755,939	360,702,767	88,928,929			1,402,387,635		
24. Minnesota	MN	N						0		
25. Mississippi	MS	N						0		
26. Missouri	MO	N						0		
27. Montana	MT	N						0		
28. Nebraska	NE	N						0		
29. Nevada	NV	N						0		
30. New Hampshire	NH	N						0		
31. New Jersey	NJ	N						0		
32. New Mexico	NM	N						0		
33. New York	NY	N						0		
34. North Carolina	NC	N						0		
35. North Dakota	ND	N						0		
36. Ohio	OH	N						0		
37. Oklahoma	OK	N						0		
38. Oregon	OR	N						0		
39. Pennsylvania	PA	N						0		
40. Rhode Island	RI	N						0		
41. South Carolina	SC	N						0		
42. South Dakota	SD	N						0		
43. Tennessee	TN	N						0		
44. Texas	TX	N						0		
45. Utah	UT	N						0		
46. Vermont	VT	N						0		
47. Virginia	VA	N						0		
48. Washington	WA	N						0		
49. West Virginia	WV	N						0		
50. Wisconsin	WI	N						0		
51. Wyoming	WY	N						0		
52. American Samoa	AS	N						0		
53. Guam	GU	N						0		
54. Puerto Rico	PR	N						0		
55. U.S. Virgin Islands	VI	N						0		
56. Northern Mariana Islands	MP	N						0		
57. Canada	CAN	N						0		
58. Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	952,755,939	360,702,767	0	88,928,929	0	0	1,402,387,635	0	
60. Reporting entity contributions for Employee Benefit Plans	XXX	6,117,693						6,117,693		
61. Total (Direct Business)	(a) 1	958,873,632	360,702,767	0	88,928,929	0	0	1,408,505,328	0	
DETAILS OF WRITE-INS										
58001	XXX									
58002	XXX									
58003	XXX									
58998 Summary of remaining write-ins for Line 58 from overflow page.	XXX	0	0	0	0	0	0	0	0	
58999 Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX	0	0	0	0	0	0	0	0	

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and other Alien.

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan
SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP
PART 1 – ORGANIZATIONAL CHART

Henry Ford Health System



Legend:
(1) Represents a business unit under Henry Ford Health System's Tax ID #
(2) Represents a business unit under Henry Ford Macomb Hospital Corp.

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
01311	Henry Ford Health Systems Group	95844	38-2242827				Health Alliance Plan of Michigan	MI	OTH	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-2513504				HAP Preferred Inc		DS	Health Alliance Plan of Michigan	Ownership	100.0	Henry Ford Health System	.0
01311	Henry Ford Health Systems Group	60134	38-3291563				Alliance Health and Life Insurance Company	MI	DS	Health Alliance Plan of Michigan	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-2651185				Administration System Research Corporation		DS	Health Alliance Plan of Michigan	Ownership	66.7	Henry Ford Health System	.0
	Henry Ford Health Systems Group		27-0449055				HAP Community Alliance		DS	Health Alliance Plan of Michigan	Ownership	100.0	Henry Ford Health System	.0
01311	Henry Ford Health Systems Group	95814	38-3123777				Midwest Health Plan, Inc	MI	DS	Health Alliance Plan of Michigan	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-1357020				Henry Ford Health System		UDP			0.0		.0
	Henry Ford Health Systems Group		38-2791823				Henry Ford Wyandotte		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-2594841				First Optometry Vision Plans, Inc		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-2947657				Henry Ford Macomb Hospital		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-3146042				PHO of Mercy Macomb		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-2679527				Horizon Properties Inc		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-2947657				Mercy Mt. Clemens Real Estate, LLC		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-2565235				Fairlane Health Services Corp		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-1210726				Neighborhood Development LLC		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		45-3852852				Henry Ford Health System Employment, LLC		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		90-0840304				Henry Ford Innovation Institute		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-2433285				Henry Ford Continuing Care Corp		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-6553031				Henry Ford Health Care Corp Self Funded Liability Plan		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		23-7383042				Henry Ford Health System Foundation		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		32-0306774				Henry Ford Physician Network		NIA	Henry Ford Health System	Ownership	100.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		38-3232668				Northwest Detroit Dialysis		NIA	Henry Ford Health System	Ownership	56.3	Henry Ford Health System	.0
	Henry Ford Health Systems Group		34-1877956				Dialysis Partners of NW Ohio		NIA	Henry Ford Health System	Ownership	57.0	Henry Ford Health System	.0
	Henry Ford Health Systems Group		26-0423581				Macomb Regional Dialysis		NIA	Henry Ford Health System	Ownership	60.0	Henry Ford Health System	.0

16.1

16.1

16.1

16.1

16.1

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of **NO** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

RESPONSE

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

.....SEE EXPLANATION.....

Explanation:

1. Health Alliance Plan offers Medicare Part D through a Medicare Advantage plan

Bar Code:

OVERFLOW PAGE FOR WRITE-INS

MQ003 Additional Aggregate Lines for Page 03 Line 23.
*LIAB

	1 Covered	2 Uncovered	3 Total	4 Total
2304. Liability for CMS Coverage Gap Discount Program.....	1,372,408		1,372,408	993,865
2305.			0	0
2397. Summary of remaining write-ins for Line 23 from Page 03	1,372,408	0	1,372,408	993,865

SCHEDULE A – VERIFICATION

Real Estate

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	3,086,498	3,645,890
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	4,268,742	12,349
2.2 Additional investment made after acquisition .....		.0
3. Current year change in encumbrances .....		.0
4. Total gain (loss) on disposals .....		.0
5. Deduct amounts received on disposals .....		.0
6. Total foreign exchange change in book/adjusted carrying value .....		.0
7. Deduct current year's other than temporary impairment recognized .....		.0
8. Deduct current year's depreciation	516,666	571,741
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	6,838,575	3,086,498
10. Deduct total nonadmitted amounts	6,150,013	2,376,760
11. Statement value at end of current period (Line 9 minus Line 10)	688,562	709,738

SCHEDULE B – VERIFICATION

Mortgage Loans

	1	2
	Year To Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year .....	.0	.0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition .....		.0
2.2 Additional investment made after acquisition .....		.0
3. Capitalized deferred interest and other .....		.0
4. Accrual of discount .....		.0
5. Unrealized valuation increase (decrease) .....		.0
6. Total gain (loss) on disposals .....		.0
7. Deduct amounts received on disposals .....		.0
8. Deduct amortization of premium and mortgage interest points and commitment fees .....		.0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest .....		.0
10. Deduct current year's other than temporary impairment recognized .....		.0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10) .....	.0	.0
12. Total valuation allowance .....		.0
13. Subtotal (Line 11 plus Line 12) .....	.0	.0
14. Deduct total nonadmitted amounts .....	.0	.0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

NONE

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	632,400	743,382
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	18,228,613	.0
2.2 Additional investment made after acquisition .....		.0
3. Capitalized deferred interest and other .....		.0
4. Accrual of discount .....		.0
5. Unrealized valuation increase (decrease)	807,703	(57,341)
6. Total gain (loss) on disposals .....		.0
7. Deduct amounts received on disposals	632,400	53,641
8. Deduct amortization of premium and depreciation .....		.0
9. Total foreign exchange change in book/adjusted carrying value .....		.0
10. Deduct current year's other than temporary impairment recognized .....		.0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	19,036,316	632,400
12. Deduct total nonadmitted amounts .....	.0	.0
13. Statement value at end of current period (Line 11 minus Line 12)	19,036,316	632,400

SCHEDULE D – VERIFICATION

Bonds and Stocks

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	270,407,025	358,957,063
2. Cost of bonds and stocks acquired	58,576,600	189,934,059
3. Accrual of discount	30,592	13,505
4. Unrealized valuation increase (decrease)	1,381,232	2,136,101
5. Total gain (loss) on disposals	767,006	4,077,464
6. Deduct consideration for bonds and stocks disposed of	91,555,041	283,691,383
7. Deduct amortization of premium	690,910	1,089,708
8. Total foreign exchange change in book/adjusted carrying value	132,483	69,924
9. Deduct current year's other than temporary impairment recognized .....		.0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	239,048,987	270,407,025
11. Deduct total nonadmitted amounts	42,613,332	44,630,429
12. Statement value at end of current period (Line 10 minus Line 11)	196,435,655	225,776,596

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a).....	224,591,094	495,934,332	425,640,138	(734,344)	225,245,418	224,591,094	294,150,944	281,146,126
2. Class 2 (a).....	8,422,999	1,039,884	960,055	373,988	7,555,359	8,422,999	8,876,816	7,545,119
3. Class 3 (a).....	574,932	16,400	523	(5,855)	664,430	574,932	584,954	604,228
4. Class 4 (a).....	0				0	0	0	0
5. Class 5 (a).....	463,141		4,774	2,014	752,375	463,141	460,381	179,862
6. Class 6 (a).....	0				0	0	0	0
7. Total Bonds	234,052,166	496,990,616	426,605,490	(364,197)	234,217,582	234,052,166	304,073,095	289,475,335
PREFERRED STOCK								
8. Class 1	0				0	0	0	0
9. Class 2	0				0	0	0	0
10. Class 3	0				0	0	0	0
11. Class 4	0				0	0	0	0
12. Class 5	0				0	0	0	0
13. Class 6	0				0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	234,052,166	496,990,616	426,605,490	(364,197)	234,217,582	234,052,166	304,073,095	289,475,335

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$; NAIC 2 \$;
NAIC 3 \$; NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

SCHEDULE DA - PART 1
Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	233,897,750	XXX	233,911,018	70,819	3,528

SCHEDULE DA - VERIFICATION
Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	223,129,673	113,764,007
2. Cost of short-term investments acquired	1,101,140,894	1,682,966,583
3. Accrual of discount	1,833	5,764
4. Unrealized valuation increase (decrease).....		0
5. Total gain (loss) on disposals	(5,038)	11,740
6. Deduct consideration received on disposals	1,090,350,856	1,573,575,336
7. Deduct amortization of premium.....	18,756	43,086
8. Total foreign exchange change in book/adjusted carrying value.....		0
9. Deduct current year's other than temporary impairment recognized.....		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	233,897,750	223,129,673
11. Deduct total nonadmitted amounts.....		0
12. Statement value at end of current period (Line 10 minus Line 11)	233,897,750	223,129,673

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards	
1. Book/Adjusted Carrying Value, December 31, prior year (Line 9, prior year)	(20,007)
2. Cost Paid/(Consideration Received) on additions	111,082
3. Unrealized Valuation increase/(decrease)	(48,367)
4. Total gain (loss) on termination recognized	63,751
5. Considerations received/(paid) on terminations	70,491
6. Amortization	
7. Adjustment to the Book/Adjusted Carrying Value of hedged item	
8. Total foreign exchange change in Book/Adjusted Carrying Value	
9. Book/Adjusted Carrying Value at End of Current Period (Lines 1+2+3+4-5+6+7+8)	35,969
10. Deduct nonadmitted assets	
11. Statement value at end of current period (Line 9 minus Line 10)	35,969

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts	
1. Book/Adjusted carrying value, December 31 of prior year (Line 6, prior year)	0
2. Cumulative cash change (Section 1, Broker Name/Net Cash Deposits Footnote – Cumulative Cash Change column)	11,890
3.1 Add:	
Change in variation margin on open contracts – Highly Effective Hedges	
3.11 Section 1, Column 15, current year to date minus	0
3.12 Section 1, Column 15, prior year	0
Change in variation margin on open contracts – All Other	
3.13 Section 1, Column 18, current year to date minus	338
3.14 Section 1, Column 18, prior year	338 338
3.2 Add:	
Change in adjustment to basis of hedged item	
3.21 Section 1, Column 17, current year to date minus	0
3.22 Section 1, Column 17, prior year	0 0
Change in amount recognized	
3.23 Section 1, Column 19, current year to date minus	0
3.24 Section 1, Column 19, prior year	0 0
3.3 Subtotal (Line 3.1 minus Line 3.2)	338
4.1 Cumulative variation margin on terminated contracts during the year	
4.2 Less:	
4.21 Amount used to adjust basis of hedged item	
4.22 Amount recognized	0
4.3 Subtotal (Line 4.1 minus Line 4.2)	0
5. Dispositions gains (losses) on contracts terminated in prior year:	
5.1 Total gain (loss) recognized for terminations in prior year	
5.2 Total gain (loss) adjusted into the hedged item(s) for terminations in prior year	
6. Book/Adjusted carrying value at end of current period (Lines 1+2+3.3-4.3-5.1-5.2)	12,228
7. Deduct total nonadmitted amounts	
8. Statement value at end of current period (Line 6 minus Line 7)	12,228

Schedule DB - Part C - Section 1

NONE

Schedule DB - Part C - Section 2

NONE

SCHEDULE DB - VERIFICATION

Verification of Book/Adjusted Carrying Value, Fair Value and Potential Exposure of all Open Derivative Contracts

		Book/Adjusted Carrying Value Check
1.	Part A, Section 1, Column 14.....	35,969
2.	Part B, Section 1, Column 15 plus Part B, Section 1 Footnote – Total Ending Cash Balance.....	11,890
3.	Total (Line 1 plus Line 2).....	47,859
4.	Part D, Section 1, Column 5.....	111,688
5.	Part D, Section 1, Column 6.....	(63,829)
6.	Total (Line 3 minus Line 4 minus Line 5).....	0
		Fair Value Check
7.	Part A, Section 1, Column 16.....	35,969
8.	Part B, Section 1, Column 13.....	11,890
9.	Total (Line 7 plus Line 8).....	47,859
10.	Part D, Section 1 Column 8.....	111,688
11.	Part D, Section 1, Column 9.....	(63,829)
12.	Total (Line 9 minus Line 10 minus Line 11).....	0
		Potential Exposure Check
13.	Part A, Section 1, Column 21.....	35,969
14.	Part B, Section 1, Column 20.....	11,890
15.	Part D, Section 1, Column 11.....	47,859
16.	Total (Line 13 plus Line 14 minus Line 15).....	0

SCHEDULE E - VERIFICATION
(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	0	0
2. Cost of cash equivalents acquired	281,500,000	528,300,000
3. Accrual of discount		0
4. Unrealized valuation increase (decrease)		0
5. Total gain (loss) on disposals.....		0
6. Deduct consideration received on disposals	281,500,000	528,300,000
7. Deduct amortization of premium		0
8. Total foreign exchange change in book/adjusted carrying value		0
9. Deduct current year's other than temporary impairment recognized		0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	0	0
11. Deduct total nonadmitted amounts		0
12. Statement value at end of current period (Line 10 minus Line 11)	0	0

SCHEDULE A - PART 2

[illegible]

SCHEDULE A - PART 3

[illegible]

EO1

Schedule B - Part 2

NONE

Schedule B - Part 3

NONE

Schedule BA - Part 2

NONE

Schedule BA - Part 3

NONE

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator ^(a)
Bonds - U.S. Governments									
38373Q-2M-2	GNMA		08/20/2013	STIFEL NICHOLS		8,290	8,000	.24	1
38373V-WZ-9	GNMA		07/26/2013	JVBF INANCI		44,000	40,000	.183	1
38374B-NY-5	GNMA		09/10/2013	VARIOUS		56,346	53,000	.78	1
38374C-T4-3	GNMA		08/08/2013	GX CLARKE		94,350	85,000	.156	1
38374D-PQ-6	GNMA		09/10/2013	STIFEL NICHOLS		110,048	101,000	.356	1
38374F-6X-7	GNMA		09/09/2013	STIFEL NICHOLS		43,600	40,000	.67	1
38374J-6G-6	GNMA		09/11/2013	VARIOUS		308,087	287,000	.621	1
38374J-B9-6	GNMA		07/12/2013	DIRECT		107,500	100,000	.222	1
38374J-GH-3	GNMA		07/29/2013	STIFEL NICHOLS		69,875	65,000		1
38374K-HR-7	GNMA		07/26/2013	STIFEL NICHOLS		88,290	81,000	.338	1
38374K-P2-3	GNMA		08/05/2013	VARIOUS		24,675	22,500	.17	1
38375B-NF-5	GNMA		08/28/2013	DIRECT		650,876	650,469	.154	1
38375B-NQ-1	GNMA		08/28/2013	DIRECT		632,350	629,791	.157	1
38375B-VS-8	GNMA		07/18/2013	DIRECT		1,434,575	1,434,608	.888	1
38375D-KN-7	GNMA		09/10/2013	VARIOUS		164,698	150,000	.589	1
38375D-U5-5	GNMA		09/10/2013	BANKOF IREL		134,540	124,000	.227	1
38375P-AJ-0	GNMA		09/16/2013	STERNEAG		54,825	51,000	.134	1
38375Q-D8-9	GOVERNMENT NATIONAL MORTGAGE ASSOCIATION		08/06/2013	VARIOUS		235,036	213,000	.284	1
38375X-Z7-2	GNMA		07/30/2013	DIRECT		24,599	22,000	.4	1
880591-EQ-1	TENNESSEE VALLEY AUTH		09/24/2013	MORGAN STANLEY		19,905	20,000		1FE
912828-RE-2	UNITED STATES TREAS		09/17/2013	DIRECT		8,163,000	8,200,000	5,934	1
912828-RF-9	UNITED STATES TREAS		09/26/2013	VARIOUS		772,546	766,000	.576	1
912828-VG-2	UNITED STATES TREAS NTS		09/26/2013	VARIOUS		603,430	607,000	.631	1
912828-VS-6	UNITED STATES TREAS NTS		08/14/2013	DIRECT		294,457	300,000		1
912833-KR-0	UNITED STATES TREAS SEC STRIPPED INT PMT		08/02/2013	MONTGOMERY SECURITIES		1,029,318	1,100,000		1
0599999 - Bonds - U.S. Governments						15,178,216	15,150,368	11,640	XXX
Bonds - All Other Governments									
91086Q-BC-1	UNITED MEXICAN STS MEDIUM TERM NTS BOOK	F	09/23/2013	DIRECT		23,890	24,000		2FE
1099999 - Bonds - All Other Governments						23,890	24,000	0	XXX
Bonds - U.S. Special Revenue									
01F042-69-9	FNMA TBA		09/09/2013	DIRECT		1,058,281	1,000,000		1
01F042-6A-6	FNMA TBA		09/09/2013	DIRECT		2,102,500	2,000,000		1
01F042-6B-4	FNMA TBA		09/19/2013	DIRECT		1,059,023	1,000,000		1
3128M6-6A-1	FEDERAL HOME LN MTG CORP		07/26/2013	CANTOR FITZGERALD		111,603	100,515	.544	1
31374C-NP-7	FNMA		09/09/2013	DIRECT		107,387	101,898	.140	1
3137A0-VG-7	FEDERAL HOME LN MTG CORP		07/24/2013	GX CLARKE		14,571	14,320	.33	1
3137A1-LY-7	FEDERAL HOME LN MTG CORP		07/23/2013	JVBF INANCI		25,938	25,000	.69	1
3137A7-XV-7	FEDERAL HOME LN MTG CORP		07/16/2013	FIRST TENSE		109,272	99,423	.273	1
3137AM-TT-4	FEDERAL HOME LN MTG CORP		08/16/2013	BANKOFOKLA		64,957	66,623	.111	1
3137B3-6J-2	FEDERAL HOME LN MTG CORP		07/11/2013	WACHOVIA		50,338	51,000	.108	1
3138L4-LG-6	FNMA		06/14/2013	DIRECT		150,375	150,000	.358	1
3138L4-N5-8	FNMA		06/25/2013	DIRECT		150,047	150,000	.459	1
31392E-JK-7	FNMA		07/25/2013	CLKING&ASS		71,033	63,000	.305	1
31393C-WJ-8	FNMA		07/26/2013	JVBF INANCI		62,540	59,000	.270	1
31393D-6J-5	FNMA		09/25/2013	DIRECT		345	345		1
31393K-GA-7	FEDERAL HOME LN MTG CORP		07/22/2013	VARIOUS		301,920	277,000	.477	1
31393N-ZE-2	FREDDIE MAC		09/18/2013	CLKING&ASS		120,413	114,000	.366	1
31394A-WK-8	FNMA		07/22/2013	CLKING&ASS		42,370	38,000	.139	1
31394B-YB-4	FNMA		07/24/2013	CLKING&ASS		11,113	10,000	.43	1
31394T-XA-8	FEDERAL HOME LN MTG CORP		08/06/2013	DAIN RAUSCHER		107,625	100,000	.111	1
31394V-JR-2	FNMA		06/27/2013	DIRECT		50,600	44,000	.7	1
31410K-KX-1	FNMA		06/26/2013	DIRECT		(148,284)	(136,570)		1
31416R-RB-1	FNMA		07/22/2013	DIRECT		1,061,875	1,000,000		1
31418A-M9-6	FNMA		07/31/2013	DIRECT		129,950	131,908	.141	1
31418A-TV-0	FNMA		07/31/2013	DIRECT		146,966	149,299	.160	1
31419A-G4-3	FNMA		09/09/2013	DIRECT		830,724	788,263	1,084	1
31419C-WP-4	FNMA		09/09/2013	DIRECT		115,756	109,839	.151	1
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Government and Their Political Subdivisions						7,909,238	7,506,863	5,349	XXX

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator ^(a)
Bonds - Industrial and Miscellaneous (Unaffiliated)									
00287Y-AH-2	ABBYIE INC.		08/09/2013	DIRECT		120,000	120,000		2FE
02528W-AA-6	AMERICAN CR ACCEP RECEIVABLES TR 2013-2		07/31/2013	DIRECT		59,998	60,000		1FE
0258M0-DJ-5	AMERICAN EXPRESS CR CORP MEDIUM TERM NTS		07/24/2013	ALEX BROWN		17,981	18,000		1FE
026874-CY-1	AMERICAN INTL GROUP INC.		09/25/2013	DIRECT		11,992	12,000		2FE
03065C-AB-5	AMERICREDIT AUTOMOBILE RECEIVABLES TR 20		08/07/2013	DIRECT		42,998	43,000		1FE
03076C-AF-3	AMERIPRISE FINL INC.	F	09/03/2013	FIRST BOSTON		24,880	25,000		1FE
04541G-QC-9	ASSET BACKED SECS CORP HOME EQUITY LN TR		09/17/2013	FIRSTSOUTH		91,875	100,000	.65	2FE
055451-AT-5	BHP BILLITON FIN USA LTD.	F	09/25/2013	BARCLAY FINANCE		10,984	11,000		1FE
05565Q-CJ-5	BP CAP MKTS P L C	F	09/23/2013	SALOMAN BROTHERS		11,000	11,000		1FE
05949A-HA-1	BANC AMER MTG SECS INC.		09/16/2013	VARIOUS		15,440	16,647	.24	2FE
06053F-AA-7	BANK AMER CORP		07/18/2013	MONTGOMERY SECURITIES		16,986	17,000		1FE
06367V-HL-2	BANK MONTREAL QUE	A	09/25/2013	GOLDMAN SACHS		19,994	20,000		1FE
06406H-BU-2	BANK NEW YORK INC MEDIUM TERM SR NTS BOO		09/23/2013	MILLEADV		21,143	20,000	.127	1FE
07384M-YS-5	BEAR STEARNS ARM TR		09/16/2013	VARIOUS		19,769	20,892	.27	2FE
126171-AF-4	CNO COMM 2005-C6		07/09/2013	DAIN RAUSCHER		117,451	110,000	.172	1FM
13975D-AB-1	CAPITAL AUTO RECEIVABLES ASSET TR 2013-3		08/14/2013	FIRST BOSTON		69,998	70,000		1FE
151020-AK-0	CELGENE CORP		08/01/2013	SALOMAN BROTHERS		12,973	13,000		2FE
172967-HB-0	CITIGROUP INC.		09/10/2013	USBANCORP		23,000	23,000		2FE
17307G-MC-9	CITIGROUP MTG LN TR		09/16/2013	FIRSTSOUTH		23,949	28,703	.10	1FE
23306D-AA-2	DBRR 2013-EZ3 TR		08/28/2013	ALEX BROWN		219,767	220,000	.210	1FE
233835-AQ-0	DAIMLER FINANCE NA LLC		06/27/2013	DIRECT		25,573	18,000	.697	1FE
26884T-AK-8	ERAC USA FIN LLC		07/18/2013	RBSSECU		26,960	27,000		2FE
362320-AZ-6	GTE CORP		08/16/2013	JANNEY MONTGOMERY SCORR		41,479	35,000	.838	2FE
36962G-AR-2	GENERAL ELEC CAP CORP MEDIUM TERM NTS BO		08/07/2013	SALOMAN BROTHERS		106,734	100,000	1,774	1FE
404225-BH-6	HLSS SERVICER ADVANCE RECEIVABLES TR		08/01/2013	BARCLAY FINANCE		100,000	100,000		1FE
437076-BB-7	HOME DEPOT INC.	F	09/03/2013	MONTGOMERY SECURITIES		24,965	25,000		1FE
44923Q-AF-1	HYUNDAI CAP AMER		08/06/2013	MONTGOMERY SECURITIES		88,948	89,000		2FE
45660L-AN-9	INDYMAC MBS INC.		09/16/2013	VARIOUS		16,400	18,286	.28	3FE
49455Q-BR-6	KINDER MORGAN ENERGY PARTNERS L P		07/29/2013	MONTGOMERY SECURITIES		196,720	197,000		2FE
55608P-AC-8	MACQUARIE BK LTD SR MEDIUM TERM NTS BOOK	F	08/07/2013	DIRECT		11,996	12,000		1FE
57629W-BS-8	MASSMUTUAL GLOBAL FDG I I MEDIUM TERM NTS		07/26/2013	DIRECT		99,816	100,000		1FE
576433-UM-6	MASTR ADJ RATE MTGS TR		09/16/2013	FIRSTSOUTH		25,575	25,965	.31	2FE
59022H-JL-7	MERRILL LYNCH MTG TR		08/15/2013	JPM CHASE		117,318	110,000	.231	1FE
59562Q-AJ-4	MIDAMERICAN ENERGY CO.		09/12/2013	BARCLAY FINANCE		24,986	25,000		1FE
60689L-AC-9	MMAF EQUIP FIN LLC 2013-A		08/07/2013	JPM CHASE		174,981	175,000		1FE
617446-6Q-7	MORGAN STANLEY		07/26/2013	BARCLAY FINANCE		114,990	100,000	2,208	2FE
61945C-AA-1	MOSAIC CORP		07/30/2013	DIRECT		24,916	25,000	.201	2FE
62718Q-AH-3	MURRAY STR INVT TR 62718QAA3		09/05/2013	VARIOUS		82,056	77,000	.699	1FE
65339K-AH-3	NEXTERA ENERGY CAP HLDGS INC.		08/06/2013	FIRST BOSTON		52,190	52,000		1FE
670346-AM-7	NUCOR CORP		07/24/2013	SALOMAN BROTHERS		7,994	8,000		2FE
68389X-AQ-8	ORACLE CORP		07/09/2013	MONTGOMERY SECURITIES		11,958	12,000		1FE
68389X-AS-4	ORACLE CORP		07/09/2013	MONTGOMERY SECURITIES		10,901	11,000		1FE
758202-AK-1	REED ELSEVIER CAP INC.		07/30/2013	CORPACTON		101,578	56,000		2FE
775109-AY-7	ROGERS COMMUNICATIONS INC.	A	09/25/2013	DIRECT		26,950	27,000		2FE
78008S-7D-2	ROYAL BK CDA GLOBAL MEDIUM TERM SR BK NT	A	07/24/2013	DAIN RAUSCHER		25,000	25,000		1FE
828807-CA-3	SIMON PPTY GROUP L P		09/26/2013	VARIOUS		255,964	190,000	7,778	1FE
842400-FY-4	SOUTHERN CALIF EDISON CO		09/25/2013	DIRECT		9,982	10,000		1FE
84756N-AC-3	SPECTRA ENERGY PARTNERS LP		09/16/2013	MORGAN STANLEY		5,990	6,000		2FE
851726-AB-3	SPRINGLEAF MTG LN TR 2013-2		07/03/2013	MONTGOMERY SECURITIES		96,323	100,000	.372	1FE
89233P-4R-4	TOYOTA MTR CR CORP MEDIUM TERM NTS BOOK		09/13/2013	FIRST UCP		15,616	15,000	.78	1FE
893526-8Y-2	TRANSCANADA PIPELINES LTD.	A	08/16/2013	STIFEL NICHOLS		18,164	15,000	.107	1FE
89383Q-AY-5	TRANSOCEAN INC.	F	08/02/2013	MCDONALD		16,919	15,000	.222	2FE
909319-AA-3	UNITED AIRLS PASS THRU TR 2013-1A-0		08/01/2013	DIRECT		10,000	10,000		1FE
92343V-BN-3	VERIZON COMMUNICATIONS		09/11/2013	MORGAN STANLEY		7,994	8,000		2FE
92343V-BQ-6	VERIZON COMMUNICATIONS INC.		09/11/2013	MORGAN STANLEY		24,968	25,000		2FE
94973V-BE-6	WELLPOINT INC.		07/30/2013	DIRECT		8,962	9,000		2FE
94987L-AA-1	WELLS FARGO MTG LN 2012-RR1 TR		07/23/2013	RBSSECU		63,835	63,498	.126	1FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						3,027,879	2,875,991	16,025	XXX

E04.2

E04.2

E04.2

E04.2

E04.2

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
		F o r e i g n								11	12	13	14	15							
CUSIP Identifi- cation	Description		Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Dividends Received During Year	Stated Contractual Maturity Date	NAIC Design- ation or Market Indicator (a)
Bonds - U.S. Governments																					
36179M-E9-7	GNMA		09/01/2013	PAYDOWN		3,427	3,427	3,915			(488)		(488)		3,427			0	86	12/20/2039	1
383730-HX-2	GNMA		07/01/2013	PAYDOWN		1,026	1,026	1,062	1,157		(132)		(132)		1,026			0	33	02/16/2032	1
38373Y-PR-9	GNMA		09/01/2013	PAYDOWN		6,609	6,609	7,071	7,513		(904)		(904)		6,609			0	244	12/15/2031	1
38375B-D7-4	GNMA		09/20/2013	PAYDOWN		2,212	2,212	2,197			15		15		2,212			0	6	12/20/2062	1
38375B-NF-5	GNMA		09/20/2013	PAYDOWN		2,479	2,479	2,481			(2)		(2)		2,479			0	2	10/20/2061	1
38375B-NQ-1	GNMA		09/20/2013	PAYDOWN		6,447	6,447	6,473			(26)		(26)		6,447			0	5	10/20/2061	1
38375B-VS-8	GNMA		09/01/2013	PAYDOWN		10,779	10,779	10,846			(67)		(67)		10,779			0	17	07/20/2062	1
83162C-PG-2	SMALL BUSINESS ADMIN.		07/01/2013	DIR.		29,649	29,649	31,585	31,370		(56)		(56)		31,314		(1,665)	1,484	01/01/2025	1	
912828-PB-0	UNITED STATES TREAS.		09/17/2013	DIR.		1,200,422	1,200,000	1,204,406	1,202,904		(2,628)		(2,628)		1,200,276		146	5,541	10/15/2013	1	
912828-PS-3	UNITED STATES TREAS.		08/28/2013	VARIOUS		411,583	397,000	416,758	416,677		(3,886)		(3,886)		412,791		(1,208)	8,179	01/31/2016	1	
912828-QX-1	UNITED STATES TREAS.		08/02/2013	DBALEXBR		261,803	255,000	258,634	257,634		(429)		(429)		257,204		4,599	4,599	07/31/2016	1	
912828-RF-9	UNITED STATES TREAS.		08/06/2013	VARIOUS		122,284	121,000	123,279			(228)		(228)		123,051		(767)	517	08/28/2016	1	
912828-RK-8	UNITED STATES TREAS.		09/17/2013	DIR.		600,000	600,000	599,578	599,727		260		260		599,987		13	723	09/30/2013	1	
912828-RN-2	UNITED STATES TREAS.		07/30/2013	DIR.		300,156	300,000	300,122	300,097		(68)		(68)		300,029		127	563	10/30/2013	1	
912828-SV-3	UNITED STATES TREAS.		09/16/2013	DIR.		11,150	12,000	12,371	12,356		(25)		(25)		12,330		(1,181)	176	05/15/2022	1	
912828-TP-5	UNITED STATES TREAS.		08/28/2013	VARIOUS		76,795	77,000	76,877			8		8		76,885		(90)	80	09/15/2015	1	
912828-TY-6	UNITED STATES TREAS NTS		09/16/2013	DIR.		910,707	1,000,000	975,857			1,325		1,325		977,182		(66,475)	12,832	11/15/2022	1	
912828-UN-8	UNITED STATES TREAS NTS		09/17/2013	DIR.		2,720,480	2,900,000	2,956,682			(2,011)		(2,011)		2,954,670		(234,190)	32,408	02/15/2023	1	
912828-VS-6	UNITED STATES TREAS NTS		09/16/2013	DIR.		291,000	300,000	294,457			39		39		294,496		(3,496)	673	08/15/2023	1	
0599999 - Bonds - U.S. Governments						6,969,008	7,224,628	7,284,651	2,829,435	0	(9,303)	0	(9,303)	0	7,273,194	0	(304,187)	(304,187)	67,446	XXX	XXX
Bonds - All Other Governments																					
50064F-AJ-3	KOREA REP.	F	08/14/2013	DIR.		490,800	400,000	482,780	468,840		(6,176)		(6,176)		462,664		28,136	28,136	23,988	04/16/2019	1FE
68323A-BJ-2	ONTARIO PROV.	A	06/28/2013	DIR.		75,470	75,000	74,984	74,987		3		3		74,990		481	481	05/26/2015	1FE	
1099999 - Bonds - All Other Governments						566,270	475,000	557,764	543,827	0	(6,173)	0	(6,173)	0	537,654	0	28,617	28,617	24,414	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																					
01F042-69-9	FNMA TBA		09/09/2013	DIR.		1,053,906	1,000,000	1,058,281					0		1,058,281		(4,375)	(4,375)		09/15/2033	1
01F042-6A-6	FNMA TBA		09/19/2013	DIR.		2,113,594	2,000,000	2,102,500					0		2,102,500		11,094	11,094		10/15/2033	1
31282H-BJ-4	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		6,610	6,610	6,792			(182)		(182)		6,610			0	194	01/01/2018	1
3128AL-EE-4	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		712	712	728			(16)		(16)		712			0	20	05/01/2027	1
3128JP-3B-4	FHLMC		09/01/2013	PAYDOWN		17,493	17,493	18,300	17,077		415		415		17,493			0	480	10/01/2039	1
3128JP-7K-0	FHLMC		09/01/2013	PAYDOWN		8,315	8,315	8,625	8,034		281		281		8,315			0	194	02/01/2040	1
3128JQ-HT-8	FHLMC		09/01/2013	PAYDOWN		13,870	13,870	14,215	13,685		185		185		13,870			0	265	07/01/2040	1
3128M1-MQ-9	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		8,460	8,460	9,338			(878)		(878)		8,460			0	275	07/01/2021	1
3128M6-6A-1	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		11,869	11,869	13,178			(1,309)		(1,309)		11,869			0	107	12/01/2038	1
3128P7-D7-5	FHLMC		09/01/2013	PAYDOWN		3,839	3,839	4,177	3,931		(92)		(92)		3,839			0	139	04/01/2027	1
3128P7-M6-7	FHLMC		09/01/2013	PAYDOWN		6,486	6,486	6,903			(127)		(127)		6,486			0	193	12/01/2029	1
3128P7-NL-3	FNMA		09/01/2013	PAYDOWN		4,798	4,798	5,086	4,883		(85)		(85)		4,798			0	143	04/01/2030	1
3128PR-JW-0	FHLMC		09/01/2013	PAYDOWN		10,280	10,280	10,991	10,505		(225)		(225)		10,280			0	306	04/01/2025	1
3130OL-Q7-3	FHLMC POOL #848578		09/01/2013	PAYDOWN		3,570	3,570	3,776	3,565		5		5		3,570			0	70	01/01/2037	1
31331J-WB-5	FEDERAL FARM CR BK		07/22/2013	MATURED		250,000	250,000	249,848	249,968		33		33		250,000			0	341	07/22/2013	1
31335H-3E-1	FHLMC		09/01/2013	PAYDOWN		2,878	2,878	3,033	2,919		(41)		(41)		2,878			0	95	02/01/2024	1
313560-GY-3	FNMA		07/31/2013	WACHOVIA		656,422	650,000	659,111	657,469		(1,045)		(1,045)		656,424		(2)	(2)	8,125	01/30/2017	1
3136A2-FL-2	FNMA		09/01/2013	PAYDOWN		12,675	12,675	12,809			(135)		(135)		12,675			0	246	06/25/2037	1
3136A8-XK-1	FNMA		09/01/2013	PAYDOWN		7,569	7,569	8,003			(434)		(434)		7,569			0	95	06/25/2022	1
31371N-P8-2	FNMA POOL #257047		09/01/2013	PAYDOWN		4,148	4,148	4,521	4,286		(138)		(138)		4,148			0	149	10/01/2027	1
31371N-U4-5	FNMA		09/01/2013	PAYDOWN		4,494	4,494	4,729	4,584		(90)		(90)		4,494			0	149	05/01/2028	1
31371P-AJ-9	FNMA		09/01/2013	PAYDOWN		6,981	6,981	7,605	7,159		(178)		(178)		6,981			0	309	11/01/2018	1
31374C-NP-7	FNMA		09/09/2013	DIR.		107,391	101,898	107,387			0		0		107,387		4	4	140	06/01/2036	1
3137AO-VG-7	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		1,011	1,011	1,028			(18)		(18)		1,011			0	4	08/15/2020	1
3137A5-EJ-9	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		1,657	1,657	1,693			(35)		(35)		1,657			0	33	11/15/2023	1
3137A7-XV-7	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		4,050	4,050	4,451			(401)		(401)		4,050			0	28	08/15/2039	1
3137AB-SU-1	FHLMC		09/01/2013	PAYDOWN		11,170	11,170	11,867	11,428		(258)		(258)		11,170			0	329	10/15/2039	1
3137AJ-YX-6	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		12,294	12,294	12,743			(449)		(449)		12,294			0	83	09/15/2029	1
3137AM-TT-4	FEDERAL HOME LN MTG CORP.		09/01/2013	PAYDOWN		1,568	1,568	1,529			39		39		1,568						

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
CUSIP Identification	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31393K-TW-5..	FHLMC.....		09/01/2013..	PAYDOWN.....		1,941	1,941	2,092	1,987		(46)		(46)	(46)	1,941			.0	75	..02/15/2033..	1..
31393N-K2-4..	FHLMC.....		09/01/2013..	PAYDOWN.....		9,127	9,127	9,823	9,381		(254)		(254)		9,127			.0	303	..03/15/2018..	1..
31393T-D5-2..	FNMA.....		09/01/2013..	PAYDOWN.....		4,207	4,207	4,305	4,233		(25)		(25)		4,207			.0	106	..08/25/2033..	1..
31393U-L6-6..	FNMA.....		09/01/2013..	PAYDOWN.....		4,191	4,191	4,364	4,241		(49)		(49)		4,191			.0	128	..08/25/2033..	1..
31394A-EC-6..	FNMA.....		09/01/2013..	PAYDOWN.....		13,302	13,302	14,216	13,643		(342)		(342)		13,302			.0	396	..07/25/2033..	1..
31394A-HT-6..	FNMA.....		08/01/2013..	PAYDOWN.....		1,931	1,931	1,998	2,098		(167)		(167)		1,931			.0	54	..09/25/2032..	1..
31394B-5A-8..	FNMA.....		09/01/2013..	PAYDOWN.....		8,107	8,107	8,576	8,213		(106)		(106)		8,107			.0	272	..01/25/2035..	1..
31394B-BF-0..	FNMA.....		09/01/2013..	PAYDOWN.....		8,920	8,920	9,352	9,454		(534)		(534)		8,920			.0	267	..07/25/2018..	1..
31394C-2T-8..	FNMA.....		09/01/2013..	PAYDOWN.....		8,239	8,239	8,862	8,560		(321)		(321)		8,239			.0	272	..01/25/2034..	1..
31394C-VD-1..	FNMA.....		09/01/2013..	PAYDOWN.....		23,612	23,612	25,146	24,424		(812)		(812)		23,612			.0	788	..10/25/2033..	1..
31394D-A4-2..	FNMA REMIC 2005-48.....		09/01/2013..	PAYDOWN.....		5,013	5,013	5,395	5,094		(82)		(82)		5,013			.0	163	..02/25/2035..	1..
31394D-ED-8..	FNMA SER 2005-22.....		09/01/2013..	PAYDOWN.....		12,179	12,179	12,880	12,576		(396)		(396)		12,179			.0	403	..10/25/2033..	1..
31394D-JH-4..	FNMA.....		09/01/2013..	PAYDOWN.....		9,147	9,147	9,693	9,484		(337)		(337)		9,147			.0	302	..08/25/2033..	1..
31394D-PA-2..	FNMA.....		09/01/2013..	PAYDOWN.....		34,146	34,146	37,006	36,266		(2,120)		(2,120)		34,146			.0	1,126	..07/25/2033..	1..
31394E-FT-0..	FNMA.....		09/01/2013..	PAYDOWN.....		4,720	4,720	5,138	4,794		(75)		(75)		4,720			.0	173	..07/25/2035..	1..
31394F-J5-5..	FNMA.....		09/01/2013..	PAYDOWN.....		7,546	7,546	8,155	6,608		(608)		(608)		7,546			.0	108	..02/25/2035..	1..
31394F-N9-2..	FNMA REMIC 2005-84.....		09/01/2013..	PAYDOWN.....		7,594	7,594	8,277	7,724		(130)		(130)		7,594			.0	291	..10/25/2035..	1..
31394G-HU-0..	FHLMC.....		09/01/2013..	PAYDOWN.....		4,808	4,808	5,075	5,182		(374)		(374)		4,808			.0	159	..11/15/2031..	1..
31394H-JF-9..	FHLMC.....		09/01/2013..	PAYDOWN.....		14,560	14,560	15,670	14,884		(324)		(324)		14,560			.0	481	..10/15/2032..	1..
31394L-4E-9..	FHLMC.....		09/01/2013..	PAYDOWN.....		15,779	15,779	16,784	16,287		(508)		(508)		15,779			.0	520	..01/15/2033..	1..
31394P-SZ-7..	FHLMC.....		09/01/2013..	PAYDOWN.....		6,544	6,544	7,005	6,681		(137)		(137)		6,544			.0	199	..02/15/2019..	1..
31394R-JX-8..	FHLMC.....		09/01/2013..	PAYDOWN.....		16,925	16,925	18,045	17,441		(517)		(517)		16,925			.0	562	..11/15/2032..	1..
31394T-WT-8..	FHLMC.....		09/01/2013..	PAYDOWN.....		16,560	16,560	17,636	17,378		(818)		(818)		16,560			.0	545	..10/15/2032..	1..
31395E-OS-9..	FHLMC.....		09/01/2013..	PAYDOWN.....		10,591	10,591	11,273	11,053		(461)		(461)		10,591			.0	351	..02/15/2033..	1..
31395F-NK-6..	FHLMC.....		09/01/2013..	PAYDOWN.....		5,169	5,169	5,439	5,249		(80)		(80)		5,169			.0	150	..09/15/2024..	1..
31395H-DV-9..	FHLMC.....		09/01/2013..	PAYDOWN.....		9,845	9,845	10,534	10,360		(515)		(515)		9,845			.0	330	..01/15/2033..	1..
31395K-T2-9..	FHLMC.....		09/01/2013..	PAYDOWN.....		7,954	7,954	8,498	8,388		(434)		(434)		7,954			.0	262	..03/15/2033..	1..
31395W-B6-3..	FHLMC.....		09/01/2013..	PAYDOWN.....		12,169	12,169	13,089	13,198		(1,029)		(1,029)		12,169			.0	402	..05/15/2033..	1..
31395W-DT-3..	FHLMC.....		09/01/2013..	PAYDOWN.....		18,009	18,009	19,061	18,806		(797)		(797)		18,009			.0	594	..11/15/2033..	1..
31395W-6A-1..	FHLMC.....		09/01/2013..	PAYDOWN.....		14,508	14,508	15,409	15,204		(695)		(695)		14,508			.0	478	..08/15/2033..	1..
31395W-SH-3..	FHLMC.....		09/01/2013..	PAYDOWN.....		7,655	7,655	8,308	7,777		(122)		(122)		7,655			.0	280	..02/15/2035..	1..
31395P-BR-2..	FHLMC.....		09/01/2013..	PAYDOWN.....		10,053	10,053	10,650	10,862		(809)		(809)		10,053			.0	332	..07/15/2033..	1..
31395U-MU-2..	FHLMC.....		09/01/2013..	PAYDOWN.....		9,082	9,082	9,797	9,264		(182)		(182)		9,082			.0	301	..05/15/2020..	1..
31395U-XT-3..	FHLMC.....		09/01/2013..	PAYDOWN.....		15,853	15,853	16,774	16,560		(707)		(707)		15,853			.0	519	..05/15/2034..	1..
31395X-ZU-2..	FHLMC.....		09/01/2013..	PAYDOWN.....		11,823	11,823	12,458	12,073		(251)		(251)		11,823			.0	389	..12/15/2034..	1..
31396Q-FC-8..	FNMA.....		09/01/2013..	PAYDOWN.....		8,025	8,025	8,421	8,194		(168)		(168)		8,025			.0	238	..07/25/2039..	1..
31396Q-MN-6..	FNMA.....		09/01/2013..	PAYDOWN.....		6,163	6,163	6,710	6,289		(126)		(126)		6,163			.0	244	..05/25/2037..	1..
31396Q-TN-9..	FNMA.....		09/01/2013..	PAYDOWN.....		5,926	5,926	6,586	6,099		(173)		(173)		5,926			.0	236	..05/25/2039..	1..
31396Y-H2-1..	FNMA.....		09/01/2013..	PAYDOWN.....		5,035	5,035	5,259	5,133		(97)		(97)		5,035			.0	149	..09/25/2035..	1..
31397L-S7-5..	FNMA.....		09/01/2013..	PAYDOWN.....		21,375	21,375	23,132	22,836		(1,460)		(1,460)		21,375			.0	705	..07/25/2019..	1..
31397N-L4-5..	FNMA.....		09/01/2013..	PAYDOWN.....		1,779	1,779	1,964	1,800		(21)		(21)		1,779			.0	78	..06/25/2039..	1..
31397P-4C-1..	FHLMC.....		07/01/2013..	PAYDOWN.....		5,874	5,874	6,240	7,359		(1,485)		(1,485)		5,874			.0	188	..11/15/2034..	1..
31397U-XA-2..	FNMA REMIC.....		09/01/2013..	PAYDOWN.....		10,434	10,434	11,017	10,617		(183)		(183)		10,434			.0	168	..07/25/2026..	1..
31397W-JT-3..	FHLMC.....		09/01/2013..	PAYDOWN.....		41,053	41,053	44,671	49,943		(8,890)		(8,890)		41,053			.0	1,433	..02/15/2027..	1..
31398K-ZB-9..	FHLMC.....		09/01/2013..	PAYDOWN.....		5,668	5,668	5,929	5,794		(126)		(126)		5,668			.0	170	..11/15/2038..	1..
31398R-RT-4..	FNMA REMIC.....		09/01/2013..	PAYDOWN.....		20,367	20,367	21,741	21,020		(653)		(653)		20,367			.0	604	..09/25/2039..	1..
31398R-UH-6..	FNMA.....		09/01/2013..	PAYDOWN.....		8,846	8,846	9,244	8,939		(93)		(93)		8,846			.0	264	..06/25/2040..	1..
31402N-YN-2..	FNMA.....		09/01/2013..	PAYDOWN.....		10,359	10,359	11,352	9,922		(992)		(992)		10,359			.0	145	..10/01/2033..	1..
31403C-4P-3..	FNMA.....		09/01/2013..	PAYDOWN.....		8,553	8,553	9,462	9,909		(909)		(909)		8,553			.0	94	..05/01/2035..	1..

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
31419A-64-3...	FNMA		09/09/2013	DIR		830,755	788,263	830,724					0		830,724		31	31	1,084	08/01/2040	1
31419C-WP-4...	FNMA		09/09/2013	DIR		115,760	109,839	115,756					0		115,756		4	4	151	12/01/2040	1
3199999 - Bonds - U.S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						9,559,562	9,164,991	9,647,738	3,142,537	0	(73,449)	0	(73,449)	0	9,541,171	0	18,391	18,391	79,148	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
00101J-AE-6...	ADT CORP		08/26/2013	FIRSTBST		14,063	15,000	15,217			(13)		(13)		15,205		(1,142)	(1,142)	210	07/15/2017	2FE
00101J-AF-3...	ADT CORP		08/26/2013	FIRSTBST		8,325	10,000	9,835			4		4		9,838		(1,513)	(1,513)	218	07/15/2022	2FE
001055-AH-5...	AFLAC INC		08/16/2013	FTNFINAN		60,534	59,000	60,832	60,670	(249)			(249)		60,420		114	114	1,588	02/15/2017	1FE
00287Y-AE-9...	ABBVIE INC		08/09/2013	DIR		120,000	120,000	120,000					0		120,000			0	951	11/06/2015	2FE
00440E-AG-2...	ACE INA HLDG INC		08/02/2013	JEFFERBD		26,083	25,000	27,552	26,726	(708)			(708)		26,017		66	66	947	06/15/2014	1FE
00846U-AF-8...	AGILENT TECHNOLOGIES		07/15/2013	MATURED		200,000	200,000	199,630	199,928	72			72		200,000	370		370	5,000	07/15/2013	2FE
02005J-AC-3...	ALLY AUTO RECV		09/15/2013	PAYDOWN		15,245	15,245	15,243	15,244	1			1		15,245			0	99	08/17/2015	1FE
02005R-AB-7...	ALLY AUTO RECV		08/15/2013	PAYDOWN		4,717	4,714	4,714	4,713	4			4		4,717			0	33	01/15/2015	1FE
02006E-AC-3...	ALLY AUTO RECV		07/11/2013	FIRSTUCP		31,919	32,000	31,997	31,997	1			1		31,997		(78)	(78)	111	01/15/2017	1FE
	AMERICAN CR ACCEP																				
02528W-AA-6...	RECEIVABLES TR 2013-2		09/15/2013	PAYDOWN		3,624	3,624	3,623			0		0		3,624			0	5	02/15/2017	1FE
03064F-AM-5...	AMERICREDIT AUTO REC		07/08/2013	PAYDOWN		5,904	5,904	5,914	5,930	(26)			(26)		5,904			0	44	04/08/2015	1FE
03064M-AC-2...	AMERICREDIT		09/08/2013	PAYDOWN		10,508	10,508	10,501	10,503	5			5		10,508			0	98	09/08/2015	1FE
055650-BH-0...	BP CAP MKTS	F	07/17/2013	FIRSTBST		21,043	20,000	21,539	21,333	(337)			(337)		20,996		47	47	672	03/10/2015	1FE
05950X-AB-2...	BANC AMERICA		09/01/2013	PAYDOWN		20,630	20,630	21,384	20,702	(73)			(73)		20,630			0	765	09/10/2047	1FM
	BANC AMER LARGE LN TR																				
05956K-AA-6...	2010-HLTN		09/15/2013	PAYDOWN		3,057	3,057	3,060	2,004	26			26		3,057			0	45	11/15/2015	1FE
06051G-DY-2...	BANK OF AMERICA		07/18/2013	BNPPBOND		26,291	25,000	28,340	26,493	(604)			(604)		25,889		403	403	1,270	05/15/2014	1FE
07386H-JU-6...	BEAR STEARNS ALT-A TR		09/26/2013	PAYDOWN		2,038	2,038	1,977		61			61		2,038			0	4	07/25/2034	2FE
09247X-AD-3...	BLACKROCK		07/26/2013	MONTGOME		57,188	55,000	58,197	56,763	(524)			(524)		56,239		949	949	1,235	12/10/2014	1FE
12612B-AD-2...	CNH EQUIP TR		09/15/2013	PAYDOWN		40,071	40,071	40,759	40,799	(728)			(728)		40,071			0	736	01/15/2016	1FE
12622X-AC-4...	CNH EQUIP TRUST		09/15/2013	PAYDOWN		4,962	4,962	4,961		1			1		4,962			0	40	06/15/2018	1FE
12623C-AC-9...	CNH EQUIP TRUST		09/15/2013	PAYDOWN		12,433	12,433	12,430	12,432						12,433			0	73	08/15/2016	1FE
12623M-AC-7...	CNH EQUIP TR		09/15/2013	PAYDOWN		6,619	6,619	6,619		0			0		6,619			0	41	05/15/2017	1FE
14312V-AC-3...	CARMAX AUTO		09/15/2013	PAYDOWN		17,780	17,780	17,663	17,677	103			103		17,780			0	117	02/17/2015	1FE
14313E-AC-6...	CARMAX AUTO		09/15/2013	PAYDOWN		13,783	13,783	13,870	13,888	(104)			(104)		13,783			0	128	02/16/2015	1FE
144141-CT-3...	CAROLINA PWR & LT		09/15/2013	MATURED		30,000	30,000	32,793	30,786	(859)			(859)		30,000	(2,793)		(2,793)	1,538	09/15/2013	1FE
14912L-4F-5...	CATERPILLAR FINL SVC		08/23/2013	VARIOUS		227,164	221,000	248,491	229,885	(5,044)			(5,044)		224,841		2,323	2,323	13,790	02/17/2014	1FE
14986D-AE-0...	CD3 MTG		09/01/2013	PAYDOWN		31,343	31,343	32,694	31,392	(49)			(49)		31,343			0	1,259	10/15/2048	1FE
166764-AE-0...	CHEVRON CORP		07/29/2013	VARIOUS		76,718	77,000	77,000		0			0		77,000		(282)	(282)	130	06/24/2018	1FE
172967-EY-3...	CITIGROUP		09/16/2013	CORPACTION		41,048	39,000	41,693	40,728	(747)			(747)		39,981		1,066	1,066	2,721	08/12/2014	1FE
172967-EZ-0...	CITIGROUP INC		09/16/2013	CORPACTION		69,306	66,000	69,629	68,644	(1,031)			(1,031)		67,613		1,693	1,693	3,338	10/15/2014	1FE
173076-EB-0...	CITIGROUP MTG LN TR		09/01/2013	PAYDOWN		523	523	498		25			25		523			0	7	03/25/2034	3FE
173076-MC-9...	CITIGROUP MTG LN TR		09/25/2013	PAYDOWN		14	14	12		2			2		14			0		12/25/2034	1FE
220027-AF-3...	CORPORATE PPTY INV		09/01/2013	MATURED		25,000	25,000	27,957	25,797	(891)			(891)		25,000	(2,957)		(2,957)	1,795	09/01/2013	1FE
22541L-AR-4...	CREDIT SUISSE	E	07/08/2013	STIFELNI		111,395	105,000	114,578	47,606	(1,913)			(1,913)		110,739		656	656	5,062	01/15/2015	1FE
23306D-AA-2...	DBRR 2013-EZ3 TR		09/15/2013	PAYDOWN		827	827	826		1			1		827			0	1	12/18/2049	1FE
264399-EQ-5...	DUKE ENERGY CORP		08/23/2013	USBANCII		109,578	107,000	113,358	113,358	(3,846)			(3,846)		109,512		65	65	7,247	02/01/2014	2FE
285659-AF-5...	ELECTRONIC DATA SYS CORP		09/06/2013	VARIOUS		29,724	27,000	30,896		(29)			(29)		30,867		(1,143)	(1,143)	813	10/15/2029	2FE
34529M-AD-4...	FORD CR AUTO		09/15/2013	PAYDOWN		24,768	24,768	24,857	24,791	(24)			(24)		24,768			0	260	09/15/2015	1FE
34529U-AC-8...	FORD CREDIT AUTO		07/08/2013	SALOMON		98,040	97,834	98,124	98,092	(47)			(47)		98,045		(5)	(5)	466	08/15/2016	1FE
362332-AB-4...	GS MTG SEC		09/01/2013	PAYDOWN		31,052	31,052	31,198	31,666	(614)			(614)		31,052			0	1,194	11/10/2039	1FM
	GENERAL ELEC CAP CORP																				
36962G-U6-9...	MEDIUM T		08/07/2013	FIRSTUCP		218,290	200,000	221,921	109,926	(2,949)			(2,949)		217,702			588	8,444	01/08/2016	1FE
38141G-GT-5...	GOLDMAN SACHS		09/05/2013	VARIOUS		116,759	113,000	113,050	113,036	10			10		113,026		3,733	3,733	2,953	05/03/2015	1FE
38259P-AA-0...	GOOGLE INC		08/23/2013	MIZUHOFX		90,668	90,000	89,979	89,989	5			5		89,994		674	674	872	05/19/2014	1FE
43813T-AC-7...	HONDA AUTO RECV		09/15/2013	PAYDOWN		10,203	10,203	10,202		0			0		10,203			0	77	10/15/2014	1FE
44614A-AC-7...	HUNTINGTON AUTO		09/15/2013	PAYDOWN		23	23	23	23	0			0		23			0		09/15/2016	1FE
44921A-AD-3...	HYUNDAI AUTO		09/15/2013	PAYDOWN		8,615	8,615	8,922	8,785	(170)			(170)		8,615			0	180	03/15/2016	1FE
46625M-3N-7...	JP MORGAN CHASE		09/01/2013	PAYDOWN		71,984	71,984	76,654	70,195	1,789			1,789		71,984			0	2,535	05/15/2041	1FE
46629P-AM-0...	JP MORGAN CHASE		09/01/2013	PAYDOWN		33,330	33,330	34,099	33,407	(77)			(77)		33,330			0	1,178	05/15/2047	1FM
	J P MORGAN ALTERNATIVE LN																				
466308-AE-3...	TR SER 2008 R3		09/01/2013	PAYDOWN		4,774	4,774	4,159		615			615		4,774			0	155	05/25/2037	5FE
477867-AC-9...	JOHN DEERE OWNER TR		09/15/2013	PAYDOWN		2,160	2,160	2,160		0			0		2,160			0	19	01/15/2016	1FE
47787R-AC-4...	JOHN DEERE OWNER TRUST		07/01/2013	SALOMON		55,895	56,000	55,998	55,998	0			0		55,998		(103)	(103)	162	07/15/2016	1FE
52108H-ZY-3...	LB UBS CMO		09/11/2013	PAYDOWN		63,755	63,755	67,122	63,968	(213)			(213)		63,755			0	1,866	03/15/2036	1FM
	MASTR ASSET																				
	SECURITIZATION TR FOR																				
55265K-2N-8...	FUTURE		09/01/2013	PAYDOWN		15,512	15,512	16,239		(727)			(727)		15,512			0	91	12/25/2033	2FE
55608J-AA-6...	MACQUARIE GROUP	F	07/18/2013	DIR		26,499	25,000	26,065	25,655	(225)			(225)		25,430		1,069	1,069	1,784	08/01/2014	1FE

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
587682-AD-7...	MERCEDES AUTO		09/15/2013	PAYDOWN		75,000	75,000	76,359	75,934		(934)		(934)		75,000			.0	1,188	08/15/2016	1FE
587728-AC-0...	MERCEDES BENZ AUTO RECV		09/15/2013	PAYDOWN		8,061	8,061	8,061	8,061				.0		8,061			.0	.46	03/15/2015	1FE
589929-2M-9...	MERRILL LYNCH MTG INVS INC FOR FUTURE IS		09/25/2013	PAYDOWN		13,595	13,595	13,170			.425		.425		13,595			.0	29	10/25/2028	2FE
59020U-BU-8...	MERRILL LYNCH MTG INVS INC		09/25/2013	PAYDOWN		4,323	4,323	4,129			.195		.195		4,323			.0	.8	05/25/2029	2FE
606935-AF-1...	MERRILL LYNCH CMO		09/01/2013	PAYDOWN		79,859		79,859	82,040		(2,181)		(2,181)		79,859			.0	2,861	02/12/2039	1FM
61747Y-CK-9...	MORGAN STANLEY		07/26/2013	DIR		103,524	100,000	103,672	101,978		(601)		(601)		101,377		2,147	2,147	2,928	11/20/2014	1FE
62888U-AA-8...	NCUA GTD NTS TR		09/06/2013	PAYDOWN		13,402	13,402	13,402	13,402				.0		13,402			.0	50	11/06/2017	1FE
62888V-AB-4...	NCUA GTD		09/04/2013	PAYDOWN		10,342	10,342	10,367	10,349		(7)		(7)		10,342			.0	127	10/07/2020	1FE
62888W-AB-2...	NCUA GTD NTS TR 2010-R3		09/06/2013	PAYDOWN		3,782	3,782	3,782	3,787		(5)		(5)		3,782			.0	19	12/08/2020	1FE
64952W-AA-1...	NEW YORK LIFE		09/15/2013	MATURED		55,000	55,000	60,439	56,636		(1,797)		(1,797)		55,000	(5,439)		(5,439)	2,957	09/15/2013	1FE
64952W-AA-3...	NEW YORK LIFE		06/28/2013	DIR		10,410	10,000	10,607	10,557		(118)		(118)		10,439		(29)	(29)	198	05/04/2015	1FE
665859-AK-0...	NORTHERN TRUST CO		08/28/2013	MERRILLP		92,549	90,000	98,629	94,005		(2,012)		(2,012)		91,994		555	555	3,492	05/01/2014	1FE
693476-BH-5...	PNC FDG CORP		07/19/2013	MCDONALD		52,215	50,000	51,556	50,847		(222)		(222)		50,625		1,590	1,590	1,742	02/08/2015	1FE
74153W-BY-4...	PRICOA GLOBAL		08/05/2013	MORGSTN4		93,728	90,000	99,534	94,354		(1,804)		(1,804)		92,551		1,177	1,177	3,229	06/11/2014	1FE
74340X-AU-5...	PROLOGIS L P		09/06/2013	CORPACTON		14,232	12,000	14,371	14,232		(72)		(72)		14,299		(67)	(67)	392	03/15/2020	2FE
74977R-CE-2...	RABOBANK NEDERLAND	F	09/04/2013	SALOMON		200,722	194,000	198,103	196,208		(675)		(675)		195,533		5,190	5,190	6,174	03/11/2015	1FE
758202-AH-8...	REED ENSEVIER	F	07/30/2013	CORPACTON		101,578	56,000	106,191	105,072		(3,493)		(3,493)		101,578			.0	870	10/15/2022	2FE
78008K-BS-1...	ROYAL BANK OF CANADA	A	07/25/2013	DIR		20,822	20,000	20,625	20,459		(88)		(88)		20,370		451	451	328	12/15/2015	1FE
78387G-AP-8...	SBC COMMUNICATIONS		08/05/2013	FIRSTUCP		26,209	25,000	27,552	26,309		(458)		(458)		25,852		357	357	1,144	09/15/2014	1FE
80282D-AC-6...	SANTANDER DRIVE		09/14/2013	PAYDOWN		11,477	11,477	11,574	11,527		(50)		(50)		11,477			.0	141	11/17/2014	1FE
81744F-FJ-1...	SEQUOIA MTG TR 2004-1		09/20/2013	PAYDOWN		3,026		2,868	2,868		159		159		3,026			.0	3	12/20/2034	2FE
82880T-CJ-4...	SIMON PTY GROUP L P		09/26/2013	VARIOUS		272,264	271,000	279,656		(1,136)			(1,136)		278,520		(6,256)	(6,256)	5,910	09/15/2017	1FE
85747T-AE-3...	STATE STREET CORP		08/02/2013	JEFFERBD		20,648	20,000	21,598	20,760		(318)		(318)		20,442		206	206	585	05/30/2014	1FE
86359L-AA-7...	STRUCTURED ASSET MTG INVTS II INC		09/19/2013	PAYDOWN		1,870	1,870	1,795			75		75		1,870			.0	.4	01/19/2034	2FE
87246A-AC-2...	TIAA SEASONED CMO		09/10/2013	PAYDOWN		14,586	14,586	15,994	14,992		(406)		(406)		14,586			.0	551	08/15/2039	1FM
882508-AQ-7...	TEXAS INSTRUMENTS		08/02/2013	MIZUHOSE		50,420	50,000	50,799	50,402		(174)		(174)		50,228		192	192	497	05/15/2014	1FE
88732J-AK-4...	TIME WARNER CABLE INC		07/01/2013	MATURED		240,000	240,000	270,876	245,774		(6,517)		(6,517)		240,000	(30,876)		(30,876)	14,880	07/01/2013	2FE
89233P-GJ-0...	TOYOTA MTR CR	F	09/13/2013	FIRSTUCP		15,075	15,000	15,041	15,036		(10)		(10)		15,026		49	49	153	07/17/2015	1FE
90327B-AC-6...	USAA AUTO OWNER TR		07/11/2013	SALOMON		33,965	34,000	33,996	33,996		1		1		33,997		(31)	(31)	86	08/15/2016	1FE
913017-BH-1...	UTD TECH		07/12/2013	DIR		48,417	45,000	49,510	47,456		(37)		(37)		47,419		999	999	1,560	05/01/2015	1FE
91324P-CE-0...	UNITEDHEALTH GROUP INC		08/23/2013	BARCLAYB		101,026	101,000	101,000	101,000				.0		101,000		26	26	205	08/28/2014	1FE
92343V-AC-8...	VERIZON COMM		08/16/2013	SOUTWESE		55,191	50,000	56,752	54,589		(910)		(910)		53,680		1,511	1,511	2,821	02/15/2016	2FE
92343V-AY-0...	VERIZON COMMUNICATI		08/16/2013	MILLEADV		57,467	55,000	59,245	58,890		(757)		(757)		58,133		(666)	(666)	1,467	04/01/2016	1FE
928670-AC-2...	VOLKSWAGEN INTL FIN	F	08/12/2013	MATURED		142,000	142,000	141,574	141,909		91		91		142,000			.0	2,308	08/12/2013	1FE
92869A-AD-6...	VOLKSWAGEN AUTO		09/20/2013	PAYDOWN		37,787		38,460	38,572		(785)		(785)		37,787			.0	578	08/20/2016	1FE
92922F-4M-7...	WAMU MTG PASS-THROUGH CTFS		09/25/2013	PAYDOWN		9,299	9,299	8,649			.651		.651		9,299			.0	18	10/25/2045	1FE
92933D-AA-8...	WEA FINANCE LLC / WT		07/16/2013	FINANCE AUST PTY LI		37,103	35,000	38,769	37,151		(811)		(811)		36,340		763	763	1,633	06/02/2014	1FE
929766-QV-8...	WACHOVIA CMO	F	09/01/2013	PAYDOWN		327		327	329		(1)		(1)		327			.0	11	01/15/2041	1FM
94973V-AR-8...	WELLPOINT INC		08/14/2013	CORPACTON		24,828	20,000	25,027		(316)			(316)		24,711		117	117	692	02/15/2019	2FE
94987L-AA-1...	WELLS FARGO MTG LN 2012-RR1 TR		09/01/2013	PAYDOWN		6,951	6,951	6,988			(37)		(37)		6,951			.0	22	08/25/2037	1FE
976656-CA-4...	WISCONSIN ELEC PWR		08/02/2013	DONALUFK		25,898	25,000	28,249	26,504		(713)		(713)		25,791		107	107	1,267	04/01/2014	1FE
981464-CE-8...	WORLD FINL NETWORK		07/15/2013	CALLED		55,000	55,000	58,438	57,693		(393)		(393)		57,301		(2,301)	(2,301)	1,495	05/15/2017	1FE
3899999 - Bonds - Industrial and Miscellaneous (Unaffiliated)						4,595,762	4,453,775	4,728,445	3,831,049	0	(46,356)	0	(46,356)	0	4,580,496	(41,695)	15,267	(26,428)	139,038	XXX	XXX
8399997 - Subtotals - Bonds - Part 4						21,690,602	21,318,394	22,218,598	10,346,848	0	(135,281)	0	(135,281)	0	21,932,515	(41,695)	(241,912)	(283,607)	310,046	XXX	XXX
8399999 - Subtotals - Bonds						21,690,602	21,318,394	22,218,598	10,346,848	0	(135,281)	0	(135,281)	0	21,932,515	(41,695)	(241,912)	(283,607)	310,046	XXX	XXX
Common Stocks - Industrial and Miscellaneous (Unaffiliated)																					
111994-90-1...	JP MORGAN CORE BOND FUND		07/16/2013	DIR	949,180	10,033	XXX	9,547	10,394	(846)	0	0	(846)	0	9,547	0	486	486	266	XXX	1
993465-67-3...	CLASS ACTIONS VARIOUS		08/12/2013	DIR	1,000	106	XXX	1			0	0	0	0	0	0	105	105	0	XXX	
9099999 - Common Stocks - Industrial and Miscellaneous (Unaffiliated)						10,139	XXX	9,548	10,394	(846)	0	0	(846)	0	9,548	0	591	591	266	XXX	XXX
9799997 - Subtotals - Common Stocks - Part 4						10,139	XXX	9,548	10,394	(846)	0	0	(846)	0	9,548	0	591	591	266	XXX	XXX
9799999 - Subtotals - Common Stocks						10,139	XXX	9,548	10,394	(846)	0	0	(846)	0	9,548	0	591	591	266	XXX	XXX
9899999 - Subtotals - Preferred and Common Stocks						10,139	XXX	9,548	10,394	(846)	0	0	(846)	0	9,548	0	591	591	266	XXX	XXX
9999999 Totals						21,700,741	XXX	22,228,146	10,357,242	(846)	(135,281)	0	(136,127)	0	21,942,063	(41,695)	(241,321)	(283,016)	310,312	XXX	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors, Collars, Swaps and Forwards Open as of Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23
Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Exchange, Counterparty or Central Clearinghouse	Trade Date	Date of Maturity or Expiration	Number of Contracts	Notional Amount	Strike Price, Rate or Index Received (Paid)	Cumulative Prior Year(s) Initial Cost of Premium (Received) Paid	Current Year Initial Cost of Premium (Received) Paid	Current Year Income	Book/ Adjusted Carrying Value	Code	Fair Value	Unrealized Valuation Increase/ (Decrease)	Total Foreign Exchange Change in B./A.C.V.	Current Year's (Amortization)/ Accretion	Adjustment To Carrying Value of Hedged Item	Potential Exposure	Credit Quality of Reference Entity	Hedge Effectiveness at Inception and at Quarter-end (b)
CME.IRS CME.BARCUS USD P 3.0%/R 3M LIBOR 03/21/2023 SWU002R33			Interest.....	BARCLAYS CAPITAL INC-	06/27/2013	03/21/2023		900,000					40,578		40,578	4,488				40,578		
CME.IRS CME.CSFBUS USD P 3.25%/R 3M LIBOR 12/18/2043 SWU004Q50			Interest.....	CREDIT SUISSE SECURI-	07/02/2013	12/18/2043		500,000					43,516		43,516	19,581				43,516		
CME.IRS CME.BARCUS USD P 2.65%/R 3M LIBOR 07/31/2023 SWU005A13			Interest.....	BARCLAYS CAPITAL INC-	07/30/2013	07/31/2023		100,000					393		393	(912)				393		
CME.IRS CME.CSFBUS USD P 2.65%/R 3M LIBOR 07/31/2023 SWU005A13			Interest.....	CREDIT SUISSE SECURI-	09/16/2013	07/31/2023		1,100,000					4,327		4,327	(24,548)				4,327		
CME.IRS CME.BARCUS USD P 2.65%/R 3M LIBOR 07/31/2023 SWU005A13			Interest.....	BARCLAYS CAPITAL INC-	09/16/2013	07/31/2023		400,000					1,573		1,573	(8,927)				1,573		
CME.IRS CME.NWSCUS USD P 2.65%/R 3M LIBOR 07/31/2023 SWU005A13			Interest.....	CREDIT SUISSE SECURI-	09/16/2013	07/31/2023		100,000					393		393	(2,232)				393		
CME.IRS CME.BARCUS USD P 3.0%/R 3M LIBOR 03/21/2023 SWU002R33			Interest.....	BARCLAYS CAPITAL INC-	09/16/2013	03/21/2023		200,000					9,017		9,017	(1,857)				9,017		
CME.IRS CME.BARCUS USD P 3M LIBOR/R 3.0% 03/21/2023 SWU002R33			Interest.....	BARCLAYS CAPITAL INC-	04/17/2013	03/21/2023		(1,100,000)					(49,595)		(49,595)	(52,651)				(49,595)		
CME.IRS CME.CSFBUS USD P 3M LIBOR/R 2.65% 07/31/2023 SWU005A13			Interest.....	CREDIT SUISSE SECURI-	07/29/2013	07/31/2023		(300,000)					(1,180)		(1,180)	(1,180)				(1,180)		
CME.IRS CME.CSFBUS USD P 3M LIBOR/R 2.65% 07/31/2023 SWU005A13			Interest.....	CREDIT SUISSE SECURI-	07/29/2013	07/31/2023		(600,000)					(2,360)		(2,360)	(2,360)				(2,360)		
CME.IRS CME.NWSCUS USD P 3M LIBOR/R 2.65% 07/31/2023 SWU005A13			Interest.....	DEUTSCHE BANK SECURI-	07/29/2013	07/31/2023		(100,000)					(393)		(393)	(393)				(393)		
CME.IRS CME.CSFBUS USD P 3M LIBOR/R 2.65% 07/31/2023 SWU005A13			Interest.....	CREDIT SUISSE SECURI-	07/29/2013	07/31/2023		(200,000)					(787)		(787)	(787)				(787)		
CME.IRS CME.BARCUS USD P 3M LIBOR/R 2.65% 07/31/2023 SWU005A13			Interest.....	BARCLAYS CAPITAL INC-	07/29/2013	07/31/2023		(500,000)					(1,967)		(1,967)	(1,967)				(1,967)		
1099999 - Other - Interest Rate										0	0	0	43,516	XXX	43,516	(73,745)	0	0	0	43,516	XXX	XXX
Swaps - Other - Other																						
FUT CALL NOV 13 T-NOTE OPTION 1260 TYX3C1260			Interest.....	CBOT-	08/21/2013	10/25/2013	(7)	(700,000)					(7,438)		(7,438)	(3,731)				(7,438)		
FUT PUT NOV 13 T-NOTE OPTION 1210 TYX3P1210			Interest.....	CBOT-	08/21/2013	10/25/2013	(7)	(700,000)					(109)		(109)	4,144				(109)		
1139999 - Other - Other										0	0	0	(7,547)	XXX	(7,547)	414	0	0	0	(7,547)	XXX	XXX
1149999 - Subtotal - Other										0	0	0	35,969	XXX	35,969	(73,331)	0	0	0	35,969	XXX	XXX
1159999 - Total Swaps - Subtotal - Interest Rate										0	0	0	43,516	XXX	43,516	(73,745)	0	0	0	43,516	XXX	XXX
1199999 - Total Swaps - Subtotal - Other										0	0	0	(7,547)	XXX	(7,547)	414	0	0	0	(7,547)	XXX	XXX
1209999 - Subtotal - Total Swaps										0	0	0	35,969	XXX	35,969	(73,331)	0	0	0	35,969	XXX	XXX
1269999 Subtotal - Hedging Effective										0	0	0	0	XXX	0	0	0	0	0	0	XXX	XXX
1399999 Subtotal - Hedging Effective										0	0	0	0	XXX	0	0	0	0	0	0	XXX	XXX
1409999 Subtotal - Hedging Other										0	0	0	0	XXX	0	0	0	0	0	0	XXX	XXX
1419999 Subtotal - Replication										0	0	0	0	XXX	0	0	0	0	0	0	XXX	XXX
1429999 Subtotal - Income Generation										0	0	0	0	XXX	0	0	0	0	0	0	XXX	XXX

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors, Collars, Swaps and Forwards Open as of Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23
Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Exchange, Counterparty or Central Clearinghouse	Trade Date	Date of Maturity or Expiration	Number of Contracts	Notional Amount	Strike Price, Rate or Index Received (Paid)	Cumulative Prior Year(s) Initial Cost of Premium (Received) Paid	Current Year Initial Cost of Premium (Received) Paid	Current Year Income	Book/ Adjusted Carrying Value	Code	Fair Value	Unrealized Valuation Increase/ (Decrease)	Total Foreign Exchange Change in B./A.C.V.	Current Year's (Amortization)/ Accretion	Adjustment To Carrying Value of Hedged Item	Potential Exposure	Credit Quality of Reference Entity	Hedge Effectiveness at Inception and at Quarter-end (b)
1439999	Subtotal - Other									0	0	0	35,969	XXX	35,969	(73,331)	0	0	0	35,969	XXX	XXX
1449999	Totals									0	0	0	35,969	XXX	35,969	(73,331)	0	0	0	35,969	XXX	XXX

(a)	Code	Description of Hedged Risk(s)

(b)	Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period

SCHEDULE DB - PART B - SECTION 1

Broker Name	Beginning Cash Balance	Cumulative Cash Change	Ending Cash Balance
0000001 cbot.....		11,890	11,890
Total Net Cash Deposits	0	11,890	11,890

(b)	Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE DB - PART D - SECTION 1

Counterparty Exposure for Derivative Instruments Open as of Current Statement Date

1	2	3	4	Book/Adjusted Carrying Value			Fair Value			11	12
Description of Exchange, Counterparty or Central Clearinghouse	Master Agreement (Y or N)	Credit Support Annex (Y or N)	Fair Value of Acceptable Collateral	Contracts With Book/Adjusted Carrying Value >0	Contracts With Book/Adjusted Carrying Value <0	Exposure Net of Collateral	Contracts With Fair Value >0	Contracts With Fair Value <0	Exposure Net of Collateral	Potential Exposure	Off-Balance Sheet Exposure
0199999 – Aggregate Sum of Exchange Traded Derivatives	XXX	XXX	XXX	111,688	(63,829)	111,688	111,688	(63,829)	111,688	47,859	47,859
0999999 Totals			0	111,688	(63,829)	111,688	111,688	(63,829)	111,688	47,859	47,859

Counterparty Exposure for Derivative Instruments Open as of Current Statement Date

1 Exchange, Counterparty or Central Clearinghouse	2 Type of Asset Pledged	3 CUSIP Identification	4 Description	5 Fair Value	6 Par Value	7 Book/Adjusted Carrying Value	8 Maturity Date	9 Type of Margin (I, V or IV)
Collateral Pledged by Reporting Entity								
CBOT -	Government Bonds.....	912828-QH-6.....	UTD States Treas 1.25% Due 02-15-2014.....	16,071.....	16,000.....	16,066.....	02/15/2014.....	I.....
CME -	Government Bonds.....	912828-QH-6.....	UTD States Treas 1.25% Due 02-15-2014.....	46,205.....	46,000.....	46,189.....	02/15/2014.....	I.....
CME -	Cash Collateral.....	000000-00-0.....	Cash.....	1,000.....	1,000.....	1,000.....		IV.....
CBOT -	Cash Collateral.....	000000-00-0.....	Cash.....	6,289.....	6,289.....	6,289.....		IV.....
.....
.....
.....
0199999 Total				69,565	69,289	69,544	XXX	XXX

[illegible]

Schedule DL - Part 1

NONE

Schedule DL - Part 2

NONE

STATEMENT AS OF SEPTEMBER 30, 2013 OF THE Health Alliance Plan of Michigan

SCHEDULE E - PART 1 - CASH

[illegible]

SCHEDULE E - PART 2 - CASH EQUIVALENTS

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
NONE							
					8699999 Total Cash Equivalents		